SUPERMAN & THE LEGION OF SUPER-HEROES
ACTION COMICS
APPROVED BY THE COMICS CODE AUTHORITY
NOV.
NO. 382
15¢
ARISE, PUPPET, AND COME TO LIFE! LET THE MAGIC WAND OF THE GREAT KENTO GIVE YOU THE MIGHTY POWERS OF SUPERMAN!
POOR KENT! HE'S QUIT HIS REPORTER JOB TO TAKE UP MAGIC...AND HE'S GONE BANANAS!
Featuring... CLARK KENT as "THE MAD MAGICIAN!"

YOUNG MEN! AS COACH OF NOTRE DAME I KNOW A WINNER WHEN I SEE ONE — AND THIS IS IT!

Ara Parseghian

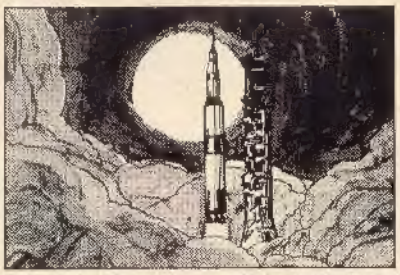
THE FORD-NATIONAL FOOTBALL LEAGUE

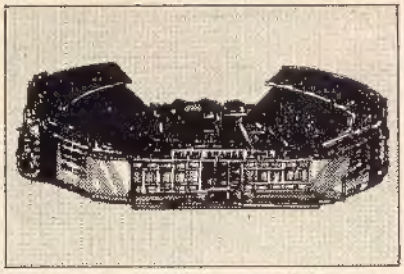
PUNT, PASS & KICK COMPETITION

I'm pleased to have been appointed National Director of PP&K, the biggest and best of all national programs for boys. Here's how it works. Boys 8 through 13 compete with others their own age in punting, passing and kicking. There's no body contact. I urge every boy between 8 and 13 to sign up and start having fun!

NFL FORD PP&K COMPETITION

WIN TROPHIES — TAKE TRIPS TO NFL GAMES — COMPETE AT MIAMI NFL PLAY-OFF GAME — TOUR CAPE KENNEDY!

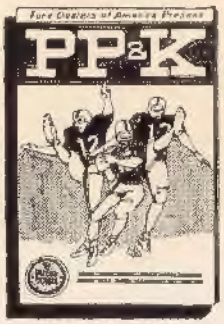




You've got a great chance to win one of these handsome trophies! Think of it! Every participating Ford Dealer is awarding 18 local trophies! Plus, if you're a first place winner, you get a crack at many more trophies — more than 70,000 in all! Imagine your parents, as Ford's guests, seeing you compete in full uniform during half time in an NFL game! Or as a National Finalist in the Orange Bowl in Miami, Florida, during half time of the NFL Play-Off Game! And, as a National Finalist, you and your parents will be taken on an exclusive tour of Cape Kennedy. That's where the Apollo moon rockets blast off!

IT'S FREE AND EASY TO ENTER

Go with your mom, dad or legal guardian to your participating Ford Dealer and register. There's no obligation—everything is absolutely free. And PP&K has the full support of the National Football League.



Every boy who signs up gets a free Tips Book filled with exciting stories and pointers by NFL stars Billy Lothridge, Don Meredith and Mike Clark on how to punt, pass and kick the way the professionals do!

Hurry! Registration open September 2 through October 10!

Ford

COPYRIGHT © NATIONAL PERIODICAL PUBLICATIONS, INC., 1969

SUPERMAN
SO YOU THINK SUPERMAN'S FEATS ARE TERRIFIC, DO YOU?
WAIT UNTIL YOU SEE THE STUNTS HE DOES IN HIS NEW IDENTITY...
KENTO the GREAT
"CLARK KENT, MAGICIAN!"
W-361

ACTION COMICS, No. 382, Nov., 1969. Published monthly (semi-monthly, March) by NATIONAL PERIODICAL PUBLICATIONS, INC., 2nd & Dickey Sts., SPARTA, ILL. 62286. Editorial, Executive offices, 909 THIRD AVENUE, NEW YORK, N.Y. 10022. Mort Weisinger, Editor. E. Nelson Bridwell, Assistant Editor. Carmine Infantino, Editorial Director. SECOND CLASS POSTAGE PAID AT SPARTA, ILL. under the act of March 3, 1879. No subscriptions. For advertising rates address Richard A. Feldon & Co., 41 E. 42nd St., New York, N.Y. 10017. Copyright © National Periodical Publications, Inc., 1969. All rights reserved under International and Pan-American Copyright Conventions. The stories, characters and incidents mentioned in this magazine are entirely fictional. No actual persons, living or dead, are intended or should be inferred.

"This periodical may not be sold except by authorized dealers and is sold subject to the conditions that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition, nor affixed to, nor as part of any advertising, literary or pictorial matter whatsoever." Printed in U.S.A.

IN THE DAILY PLANET OFFICE, AS CLARK (SUPERMAN) KENT TYPES AN OBITUARY FOR A FAMOUS MAGICIAN...
I HATED TO SEE MR. PRESTO PASS AWAY! WE WERE OLD FRIENDS... THAT'S WHY HE LEFT ME ALL HIS MAGICIAN APPARATUS.
PRESTO THE MAGICIAN
JUST THEN...
OH-OH! THOSE ARE THE HELIUM-FILLED BALLOONS LOIS WAS GOING TO TAKE TO THE KIDS IN THE HOSPITAL WHERE SHE DOES VOLUNTEER NURSING!...THEY GOT AWAY! HOW WILL SHE EVER REACH THEM?
THEN, IN A LIGHTHEARTED, CARELESS MOMENT...
SO WHAT'S THE BIG DEAL? SINCE I'M SUPERMAN, I CAN GATHER THESE RUNAWAY BALLOONS MYSELF...
LUCKILY, THERE'S NO ONE HERE TO SEE ME FLY! SO IT'S UP...UP AND AWAY!
BUT WHEN LOIS RETURNS...
CLARK, WHEN I LEFT, THOSE BALLOONS WERE FLOATING AGAINST THE CEILING. HOW COULD YOU GET THEM DOWN... UNLESS YOU CAN FLY?
OH...OH! I ROUSED HER OLD SUSPICIONS ABOUT MY BEING SUPERMAN!
ER...I USED ONE OF THE MANY TRICKS MR. PRESTO TAUGHT ME ...I DID IT WITH THIS WAND!
RUBBING THE WAND AT INVISIBLE SUPER-SPEED, CLARK DEMONSTRATES...
BY RUBBING THIS SPECIAL PLASTIC WAND, I CREATED A POWERFUL STATIC ATTRACTION WHICH DREW THE BALLOONS DOWN FROM THE CEILING... LIKE SO!
VERY CLEVER! BUT I'M STILL NOT CONVINCED!
2

SO PRESTO TAUGHT YOU HIS TRICKS, EH? THERE'S OUR BOSS, PERRY WHITE, SNOOZING ON HIS COUCH! LET'S SEE YOU PERFORM PRESTO'S FAMOUS LEVITATION STUNT ON HIM!
GULP! HOW DO I GET OUT OF THIS ONE?
IN THE NEXT STARTLING INSTANT...
ALKARAZAM! LET THE SLEEPING ONE RISE!
WOW! PERRY'S GOING UP AS IF HE WERE ON AN INVISIBLE ELEVATOR!
YIIIIII! WHAT GOES ON HERE?
TERRIFIC! HOW DO YOU DO IT, CLARK?
ER...IT'S A SIMPLE ANTI-GRAVITY STUNT MR. PRESTO TAUGHT ME! SORRY I CAN'T GIVE THE DETAILS! I SWORE TO THE AMERICAN MAGICIANS' SOCIETY I'D NEVER REVEAL THE SECRET.
ACTUALLY, I'M USING MY X-RAY VISION TO EXCITE THE MOLECULES IN THE STEEL SPRINGS OF PERRY'S COUCH. BY CREATING A POWERFUL NEGATIVE MAGNETISM, I CAUSE THE SPRINGS TO REPEL THE METAL CIGAR CASE IN PERRY'S POCKET!
JUST THEN...
MY PHONE! GET ME DOWN, YOU HARE-BRAINED IDIOT!
THE MAGNETIC REPULSION-EFFECT WON'T WEAR OFF FOR SEVERAL MINUTES! I MUST STALL HIM!
OKAY, PERRY! I'M TRYING TO REMEMBER THE RIGHT MAGIC WORD!
RRRRRRING!
3

AND SO, FOR THE NEXT FEW MINUTES...
OF ALL THE KNUCKLEHEADED, IMBECILIC NUMBSKULLS!
ABRACADABRA! ALAKAZAM! HOCUS POCUS! OPEN SESAME!
PERRY! I CAN'T RECALL THE MAGIC WORD MR. PRESTO USED!
FINALLY, AS THE NEGATIVE MAGNETISM WEAKENS...
GREAT CAESAR'S GHOST!
HA, HA! MAYBE THAT WAS THE MAGIC PHRASE YOU WERE LOOKING FOR, CLARK!
THUMPPP
VERRRRY FUNNNNY! NOW LAUGH THIS OFF, CLOWN! YOU'RE THROUGH, FINISHED, FIRED!
OKAY, IF THAT'S THE WAY YOU FEEL ABOUT IT! DON'T EXPECT ME TO BEG OR GROVEL!
SO THE WORM FINALLY TURNED! DON'T WORRY, CLARK! YOU COULD LAND A JOB ON ANY NEWSPAPER IN TOWN!
FRANKLY, LOIS, I'M GETTING BORED WITH THE NEWSPAPER GAME. HMM... MAYBE I SHOULD BECOME A MAGICIAN.
TO THE MAGICIAN
YES, I BELIEVE I HAVE A TALENT FOR MAGIC. WITH THE EQUIPMENT MR. PRESTO LEFT ME, I MIGHT BE A REAL HIT ON THE STAGE!
AND GIVE UP A SUCCESSFUL NEWSPAPER CAREER? YOU MIGHT BE MAKING A BIG MISTAKE... STILL, I WISH YOU LUCK!
LATER, AFTER CLARK SECRETLY SWITCHES TO SUPERMAN...
YES, I COULD BE MAKING A MISTAKE! AS A REPORTER, I WAS ALWAYS AT THE CENTER OF VITAL EVENTS. SUPPOSE I BECAME A MAGICIAN? WOULD THE CHANGE INTERFERE WITH MY SUPER-CAREER?..
THE DAILY PLANET
PRESTO THE MAGICIAN
IT'S A CHALLENGE... AND I ACCEPT IT!
4

NEXT DAY, AS CLARK VISITS A THEATRICAL BOOKING AGENCY...
GUESS I'LL HAVE TO WAIT IN LINE FOR AN INTERVIEW! THERE ARE SEVERAL ACTS AHEAD OF ME!
HMM! WONDER WHAT KIND OF A ROUTINE THAT IMITATION SUPERMAN HAS?
THEATER ARTS AGENCY
AS THE INTERVIEWS BEGIN...
DON'T TELL ME! ANOTHER ONE OF THOSE CAMPY TAKE-OFFS ON SUPERMAN... WITH FAKE WEIGHTS, AND...
YOU'RE RIGHT, PAL! THE WEIGHTS ARE PHONEY...
BUT THIS GUN IS FOR REAL! I WANT THE DIAMOND NECKLACE YOU HAVE IN YOUR VAULT ...THE ONE TO BE USED IN THAT MARIE ANTOINETTE PLAY THAT OPENS NEXT WEEK!
≥ULP!≤ HOW DO I STOP THAT CROOK WITHOUT REVEALING I'M SUPERMAN?
OPEN THAT VAULT AND GET THE JEWELS!
WAIT! THIS MAGICIAN'S WAND GIVES ME AN IDEA! GOT TO WORK FAST!
...GET THE JEWELS... GET THE JEWELS... GET THE JEWELS...
WHAT'S THIS? ALL OF A SUDDEN, THIS CREEP SOUNDS LIKE A BROKEN RECORD AND ACTS LIKE A HELPLESS ZOMBIE!
YOU'RE PERFECTLY SAFE, SIR!
5

HEY! HOW DID YOU DO THAT, MISTER... UH...?

KENTO, THE GREAT IS THE NAME! I'M A MAGICIAN! THAT "INSTANT FREEZE" BIT IS JUST ONE OF MY MANY TRICKS!

ACTUALLY, I HYPNOTIZED THAT HOOD BY VIBRATING MY WAND BEFORE HIS EYES AT SUPER-SPEED!

AS THE THIEF IS LED AWAY...

KENTO, THAT STUNT WAS TERRIFIC! IF THE REST OF YOUR ACT IS AS GOOD, I'LL BOOK YOU AT THE ROYAL THEATER FOR THE NEXT SIX WEEKS!

WHAT A BREAK! LOOKS LIKE MY NEW CAREER IS ON ITS WAY!

A FEW DAYS LATER, KENTO IS A FEATURED HEADLINER...

LOOK! KENTO IS NOT JUST SWALLOWING THOSE SWORDS, BUT EATING THEM LIKE CANDY!

THEY PROBABLY ARE CANDY! ALL THESE "MAGIC" FEATS ARE JUST TRICKS!

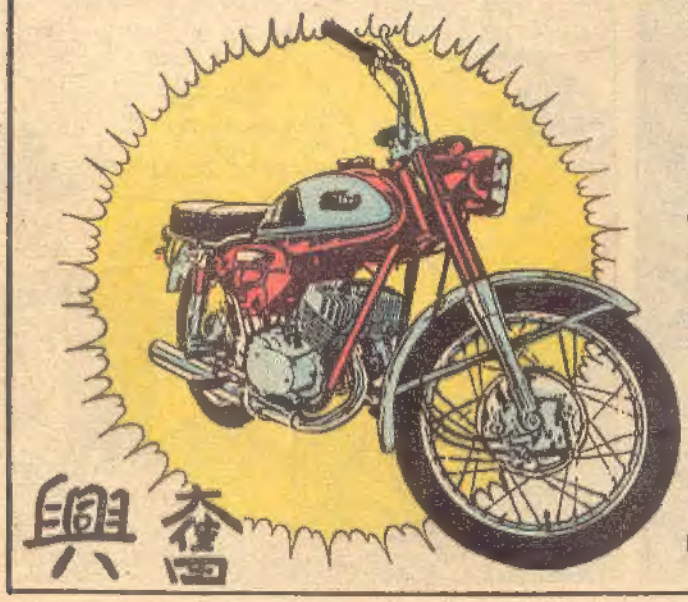
CRUNCH CHOMP

NOT THIS ONE! THESE ARE REAL SWORDS I'M EATING! BUT WHO'D EXPECT SUPERMAN TO DO REAL SUPER-FEATS IN HIS SECRET IDENTITY? HA, HA!

DON'T LAUGH YET, KENTO! YOU'RE ABOUT TO FIND YOUR NEW JOB HAS A FEW DISADVANTAGES!

CONTINUED ON 2 SE PAGE FOLLOWING.

6



興奮

Here is Japanese engineering at its most ingenious. Little wonder this feisty, two-cycle bike is so fiercely competitive on the track circuits, chalking up more than its share of victories. In Japan, they'd use the above ideogram to describe the "350." Translation: Feisty. We've miniaturized every detail of the Grand Prix, including control cables, fuel and oil lines, steerable front wheel and detailed, hollow tires. Your finished model is one-eighth as long as the real bike. Under $4, wherever toys or hobbies are sold.

Send 35c for 1969 color catalog of new Revell kits. Revell, Inc., 4242 Glencoe Avenue, Venice, California 90291

Revell

Build it yourself
Revell's Model-of-the-Month for September
Yamaha Grand Prix "350."

TAKE A GIANT STEP...

TOWARD YOUR NEWSSTAND... FOR THIS COLOSSAL ISSUE!

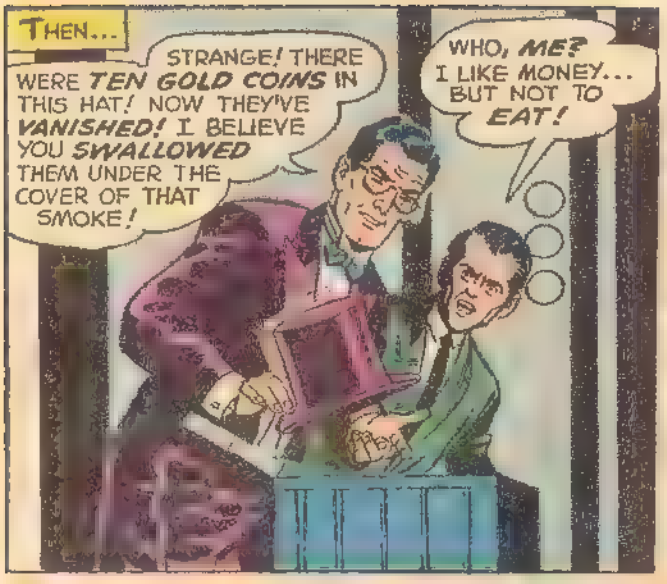
WHAT'S YOUR THING?

MYSTERY OR SUSPENSE

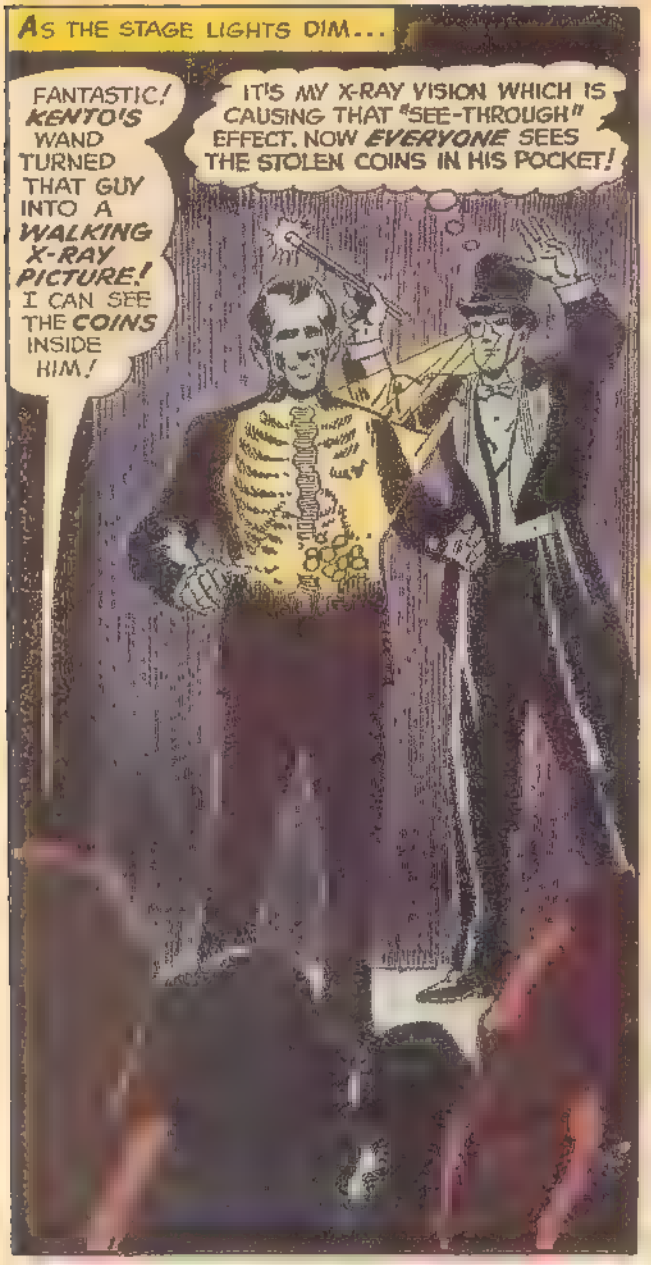
WE'VE GOT 'EM BOTH!

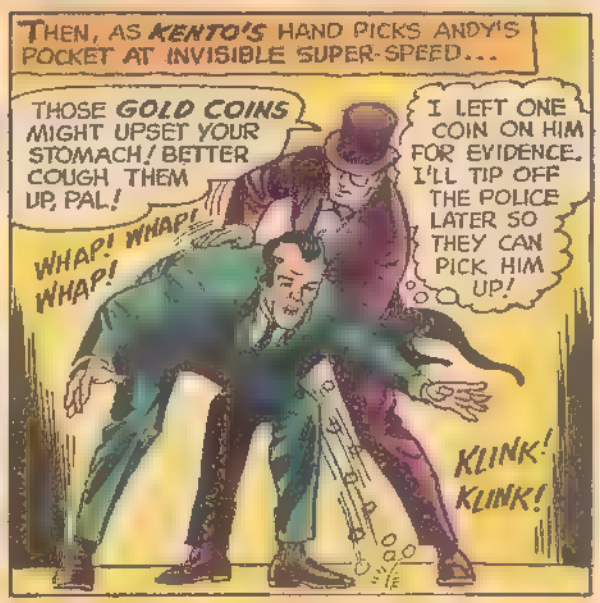
THESE TWO GREAT HITS ARE ON SALE SEPTEMBER 18TH !!

MOMENTS LATER, KENTO'S SUPER-HEARING DETECTS GUNFIRE AND HE CHECKS WITH HIS TELESCOPIC VISION...
IT'S "ALIBI ANDY," THE STICK-UP ARTIST! HE JUST ROBBED A RARE COIN SHOP! HOW CAN I GO AFTER HIM WHEN A THEATER FULL OF PEOPLE IS WATCHING ME?
RARE COINS BOUGHT AND SOLD
WHILE A CONFEDERATE DECOYS THE POLICE, ANDY IS DUCKING INTO THIS THEATRE!
CLEVER! NO WONDER HE'S KNOWN AS THE CRIME WORLD'S ALIBI SPECIALIST!
ROYAL THEATER
HERE HE COMES WITH HIS LOOT! IF THE POLICE QUESTION HIM, HE CAN SAY HE WAS HERE ALL ALONG! BUT I KNOW HOW TO SMOKE OUT THAT RAT!
AND NOW, FOR MY NEXT TRICK, I NEED A VOLUNTEER FROM THE AUDIENCE!
A VOLUNTEER? I'LL BE RIGHT UP THERE, PAL!
I KNEW HE'D GRAB THE BAIT! HE WANTS TO BE ABLE TO PROVE THAT HE WAS ACTUALLY ON STAGE WHEN THE COIN SHOP WAS ROBBED!
AS "ALIBI" STEPS UP...
MY X-RAY VISION SPOTTED THE STOLEN COINS ON HIS PERSON. BUT I CAN PRY THEM LOOSE!
AND NOW, SIR, WILL YOU REACH YOUR HAND INTO THAT HAT? THERE'S A TREASURE FOR YOU INSIDE!
THERE IS?
SPLIT SECONDS LATER, A TRICK VALVE RELEASES A CLOUD OF SMOKE...
ALAKARAZHAM!
TCH, TCH! I THINK SOMETHING'S GONE WRONG WITH MY MAGIC SPELL!
POWF
7


THEN...
STRANGE! THERE WERE TEN GOLD COINS IN THIS HAT! NOW THEY'VE VANISHED! I BELIEVE YOU SWALLOWED THEM UNDER THE COVER OF THAT SMOKE!
WHO, ME? I LIKE MONEY... BUT NOT TO EAT!

LADIES AND GENTLEMEN, BE MY WITNESSES WHILE I USE MY MAGIC WAND TO SEARCH THIS GENTLEMAN!
WILL THE STAGE HANDS PLEASE TURN OUT THE LIGHTS?


AS THE STAGE LIGHTS DIM...
FANTASTIC! KENTO'S WAND TURNED THAT GUY INTO A WALKING X-RAY PICTURE! I CAN SEE THE COINS INSIDE HIM!
IT'S MY X-RAY VISION WHICH IS CAUSING THAT "SEE-THROUGH" EFFECT. NOW EVERYONE SEES THE STOLEN COINS IN HIS POCKET!

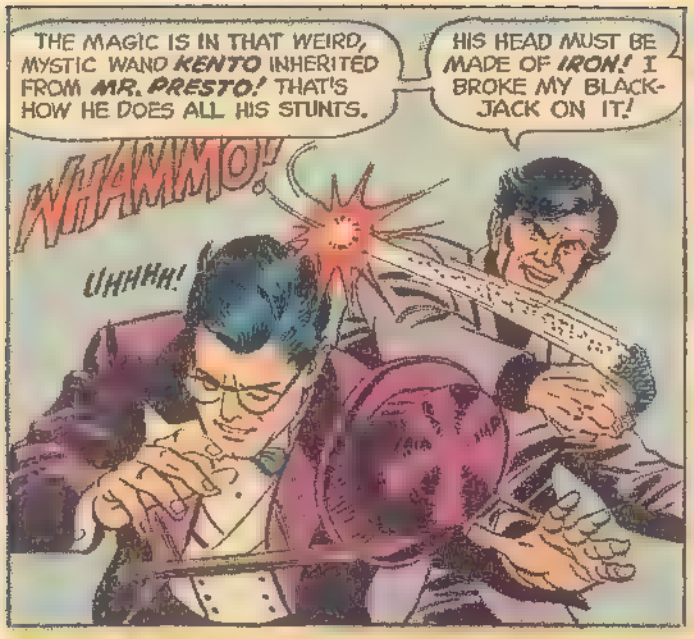

THEN, AS KENTO'S HAND PICKS ANDY'S POCKET AT INVISIBLE SUPER-SPEED...
THOSE GOLD COINS MIGHT UPSET YOUR STOMACH! BETTER COUGH THEM UP, PAL!
I LEFT ONE COIN ON HIM FOR EVIDENCE. I'LL TIP OFF THE POLICE LATER SO THEY CAN PICK HIM UP!
WHAP! WHAP! WHAP!
KLINK! KLINK!

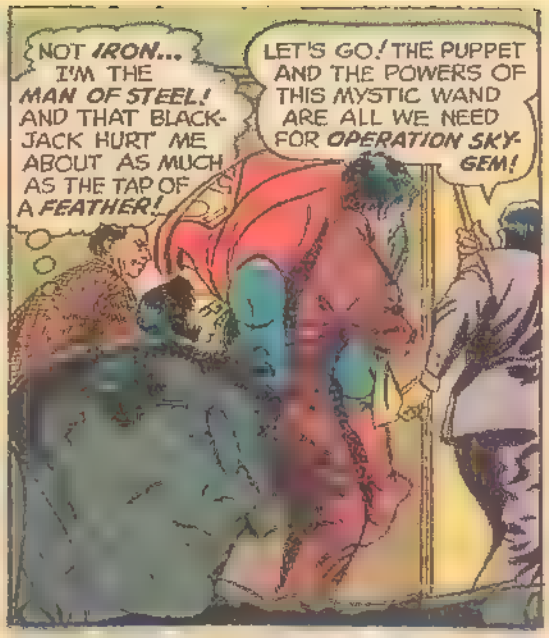
AND SITTING IN THE AUDIENCE IS AN OLD FRIEND... JIMMY OLSEN!
BRAVO!
WHO'D HAVE THOUGHT THAT NAMBY-PAMBY CLARK WOULD END UP A STAGE CELEBRITY? HE'S A SOCKO SMASH!

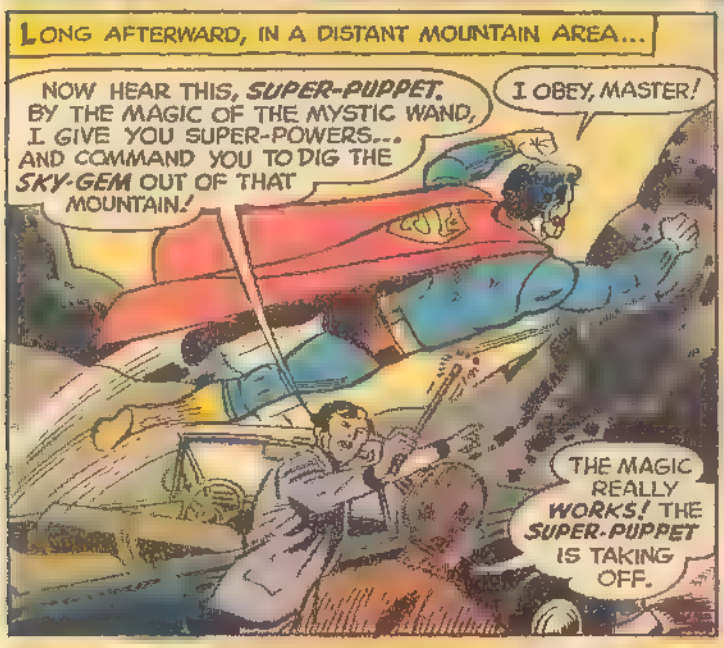
AS KENTO'S POPULARITY GROWS, HE IS ASKED TO PERFORM AT THE STATE PRISON... BUT ON HIS ARRIVAL...
SORRY, KENTO! WE'VE CANCELLED YOUR PERFORMANCE! THERE'S BEEN AN ATTEMPTED ESCAPE!
ANYONE GET AWAY, WARDEN?
NO! WE HAVE THE PRISONER CORNERED ON TOP OF THAT POWERHOUSE CHIMNEY. HE THREATENS TO JUMP IF THE GUARDS COME NEAR HIM, THOUGH!
MAYBE I CAN HELP, WARDEN!
BUT EVEN IF YOU COULD TALK HIM OUT OF JUMPING, HOW COULD YOU GET THE MAN DOWN SAFELY?
BY USING THAT HOSE FROM YOUR PRISON GARDEN... STAND BACK AND I'LL SHOW YOU SOME REAL MAGIC!
A STARTLING INSTANT LATER...
WHAT A FANTASTIC "SNAKE-CHARMER" ACT! KENTO IS WHISTLING A MAGIC TUNE, AND THAT HOSE IS WRIGGLING UPWARD LIKE A GIANT COBRA!
THEY DON'T KNOW IT, BUT IT'S MY SUPER-BREATH WHICH IS LIFTING THE HOSE.
THEN, AMAZINGLY, KENTO CLIMBS ALOFT...
OKAY... YOU CALLED MY BLUFF! I WON'T JUMP! I'LL GO DOWN WITH YOU!
INCREDIBLE! IT'S AS IF HE TURNED THAT LIMP HOSE INTO AN IRON POLE!
IT WAS EASY. I SIMPLY FROZE THE WATER INSIDE THE HOSE WITH MY SUPER-COLD BREATH!
9

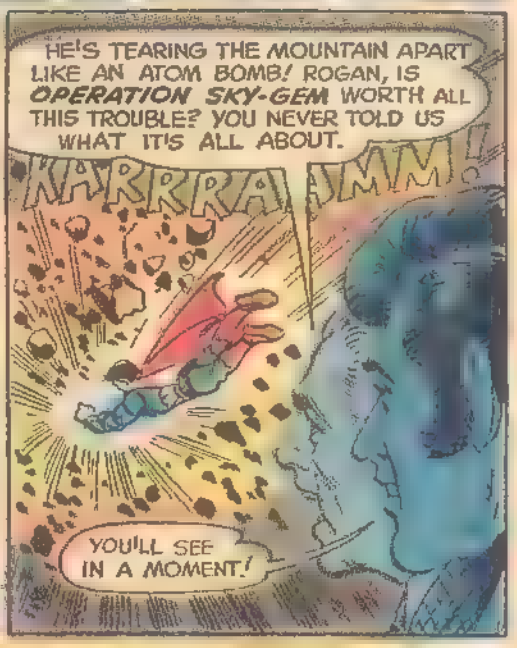
NEXT DAY, IN THE DAILY PLANET OFFICE. .
THAT'S THE THIRD STORY YOU'VE WRITTEN ABOUT KENTO THIS WEEK! YOU'RE THROUGH GIVING THAT HAM FREE PUBLICITY! YOU'RE FIRED, OLSEN!
WHO CARES?
I'M TIRED OF WORKING FOR THIS SIMON LEGREE, ANYWAY. MAYBE CLARK CAN GIVE ME A JOB!
DAILY PLANET
KENTO SAVES CONVICT'S LIFE; MAGICIAN ACCLAIMED AS HERO
LATER, AS JIMMY VISITS KENTO...
I'VE ALWAYS LIKED SHOW BIZ. SO IF YOU NEED A PUBLICITY AGENT...
HMM! I MIGHT BE ABLE TO USE YOU, AT THAT!... HERE'S HOW YOU CAN HELP ME, JIMMY...
FAMILY
FEB 17th
IN THE DAYS THAT FOLLOW, KENTO BREAKS IN A NEW ILLUSION!
AND NOW, LADIES AND GENTLEMEN, LET ME INTRODUCE MY NEW PARTNER... SAMSON, THE MIGHTY!
THAT'S KID STUFF!
STOP PLAYING WITH DOLLS AND BRING ON SOME GOOD STUNTS!
PHOOEY! A PUPPET SHOW!
SO YOU THINK THIS IS AN ORDINARY PUPPET, EH?... WATCH, WHILE I CUT THE STRINGS...AND MY MAGIC WAND ENDOWS THIS LIFELESS CREATURE WITH THE STRENGTH OF A SUPERMAN!
SNIPP!
BUT AS THE STUNT COMES TO A THRILLING CLIMAX, EVIL EYES WATCH FROM THE AUDIENCE...
CLANK
KAPOW!
YOU WERE RIGHT ABOUT THAT PUPPET, SLADE! I DON'T KNOW HOW KENTO DOES IT, BUT THAT SAMSON GADGET IS JUST WHAT WE NEED!
SHOW THEM YOUR POWERS, O MIGHTY ONE!
10

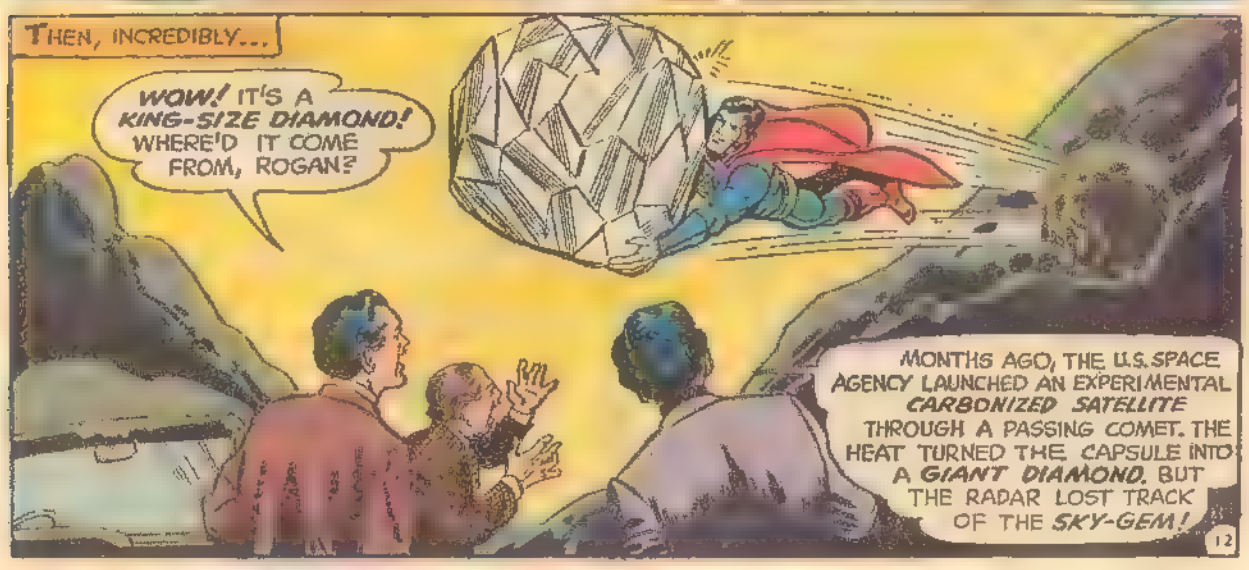
LATER, WHILE KENTO IS STILL ON STAGE...
THERE'S THAT WALKING WOODPILE NOW! GRAB HIM, BOYS!
SPLIT SECONDS LATER...
THIS THING ACTS LIKE IT WAS ALIVE, ROGAN! BUT IT DOESN'T SEEM TO HAVE SUPER-POWERS NOW!
IT MUST BE SOME KIND OF ROBOT. WE'LL PROBABLY HAVE TO ADJUST THE CONTROLS AFTER WE GET IT TO OUR HIDEOUT!
BUT SHORTLY, IN ROGAN'S LAIR...
THAT "SUPER-PUPPET" WAS JIMMY OLSEN IN DISGUISE!
BUT, OLSEN, HOW WERE YOU ABLE TO SMASH A REAL STEEL SAFE?
THAT WAS ONE OF KENTO'S TRICKS! AS A MEMBER OF THE MAGICIANS' SOCIETY, HE SWORE NEVER TO REVEAL HIS SECRETS.
AS THE CRIMINALS CONFER...
ROGAN, WE'VE BEEN CONNED! LET'S DROP THE WHOLE THING!
FOOL! OPERATION SKY-GEM CAN MAKE US ALL MULTI-MILLIONAIRES. WE'LL GO BACK AND FORCE KENTO, HIMSELF, TO HELP US WITH HIS MAGIC.
BUT THEY FIND KENTO REHEARSING AN EERIE ROUTINE.
ARISE, SUPERMAN PUPPET, AND COME TO LIFE! LET MY MAGIC GIVE YOU SUPER-POWERS!
PSSST! THE SHOCK OF LOSING HIS FRIEND OLSEN DROVE KENTO BANANAS! HE THINKS HE CAN REALLY MAKE THAT OTHER PUPPET SUPER! HA, HA!
THEN WEIRDLY...
I HEAR AND OBEY, MASTER! I WILL BECOME SUPER AT YOUR COMMAND!
ULP! THAT PUPPET IS SPEAKING ...IT'S REALLY COMING ALIVE! THEN KENTO DOES HAVE MAGIC POWERS ...AND I KNOW WHERE HE GETS THEM!
11


THE MAGIC IS IN THAT WEIRD, MYSTIC WAND KENTO INHERITED FROM MR. PRESTO! THAT'S HOW HE DOES ALL HIS STUNTS.
HIS HEAD MUST BE MADE OF IRON! I BROKE MY BLACK-JACK ON IT!
WHAMMO!
UHHHH!


NOT IRON... I'M THE MAN OF STEEL! AND THAT BLACK-JACK HURT ME ABOUT AS MUCH AS THE TAP OF A FEATHER!
LET'S GO! THE PUPPET AND THE POWERS OF THIS MYSTIC WAND ARE ALL WE NEED FOR OPERATION SKY-GEM!


LONG AFTERWARD, IN A DISTANT MOUNTAIN AREA...
NOW HEAR THIS, SUPER-PUPPET. BY THE MAGIC OF THE MYSTIC WAND, I GIVE YOU SUPER-POWERS... AND COMMAND YOU TO DIG THE SKY-GEM OUT OF THAT MOUNTAIN!
I OBEY, MASTER!
THE MAGIC REALLY WORKS! THE SUPER-PUPPET IS TAKING OFF.


HE'S TEARING THE MOUNTAIN APART LIKE AN ATOM BOMB! ROGAN, IS OPERATION SKY-GEM WORTH ALL THIS TROUBLE? YOU NEVER TOLD US WHAT IT'S ALL ABOUT.
KARRRRAAMM!
YOU'LL SEE IN A MOMENT!


THEN, INCREDIBLY...
WOW! IT'S A KING-SIZE DIAMOND! WHERE'D IT COME FROM, ROGAN?
MONTHS AGO, THE U.S. SPACE AGENCY LAUNCHED AN EXPERIMENTAL CARBONIZED SATELLITE THROUGH A PASSING COMET. THE HEAT TURNED THE CAPSULE INTO A GIANT DIAMOND. BUT THE RADAR LOST TRACK OF THE SKY-GEM!

I WAS ON A SMUGGLING JOB, WHEN, BY SHEER LUCK, I SAW IT PLUNGE INTO THE MOUNTAIN. I HAD TO WAIT UNTIL NOW TO FIND A WAY TO DIG IT OUT!
YES, MASTER!
BRING ME THAT GEM, SUPER-PUPPET!
BUT NEXT MOMENT...
YOU CALLED, MASTER? HAHAHAHAHA!
EEEEYAH! THE WAND BACKFIRED! THE P-PUPPET TURNED INTO S-SUPERMAN!
PLEASE DON'T HURT US! WE GIVE UP!
AFTER THE GANG IS ARRESTED AND JIMMY IS FREED...
CLARK. JIMMY! SUPERMAN SAYS HE GAVE YOU THE EXCLUSIVE STORY ABOUT HIS CAPTURE OF THE DIAMOND THIEVES! LET THE PLANET PRINT IT AND I'LL REHIRE YOU BOTH... WITH A RAISE, OF COURSE.
IT'S A DEAL, PERRY.
NEXT DAY...
THERE'S A LOT MISSING IN THIS STORY! HOW DID YOU KNOW ROGAN WOULD RETURN AFTER KIDNAPPING ME? HOW DID YOU GET SUPERMAN TO SWITCH PLACES WITH THE PUPPET? AND HOW...?
REMEMBER... AS A MAGICIAN, I SWORE NEVER TO REVEAL MY SECRETS.
DAILY PLANET
EXCLUSIVE: HOW SUPERMAN FOILED THEFT OF GIANT DIAMOND
I HAD SPOTTED ROGAN IN THE AUDIENCE. WHEN JIMMY VANISHED, MY TELESCOPIC VISION TRACED HIM TO ROGAN'S HIDEOUT.
SO ROGAN KNOWS WHERE THE MISSING SATELLITE IS!
WE'LL GO BACK AND FORCE KENTO TO USE HIS MAGIC TO HELP US WITH OPERATION SKY-GEM!
KNOWING ROGAN WOULD RETURN, I USED THE WAND AND SUPER-PUPPET ROUTINE AS BAIT...
LET MY MAGIC GIVE YOU SUPER-POWERS!
ROGAN DOESN'T KNOW I'M USING SUPER-VENTRILOQUISM TO MAKE THE PUPPET TALK!
MASTER... I WILL BECOME SUPER AT YOUR COMMAND!
13

AND WHEN ROGAN STOLE THE WAND AND THE PUPPET, I FOLLOWED IN DISGUISE AND SWITCHED PLACES WITH THE PUPPET AT SUPER-SPEED.

ROGAN IS PROBABLY LEADING ME TO THE LOST DIAMOND SATELLITE! BUT WHEN HE TRIES TO USE THE SUPER-PUPPET TO RECOVER THE GEM, HE'LL GET THE SURPRISE OF HIS LIFE.

14

THE REST IS HISTORY... NOW TO GET BACK TO MY NEWSPAPER CAREER! AS A MAGICIAN, I HAD A BALL, THOUGH -- AND WHO KNOWS? SOMEDAY I MIGHT BECOME KENTO AGAIN!

The END

ROMMEL'S ROD

The Desert Fox's Krazy Kommand Kar by Monogram

Monogram quality hobby kits

Monogram Models, Inc.
Subsidiary of Mattel, Inc.,
Morton Grove, Illinois

1/24 SCALE

$2.00

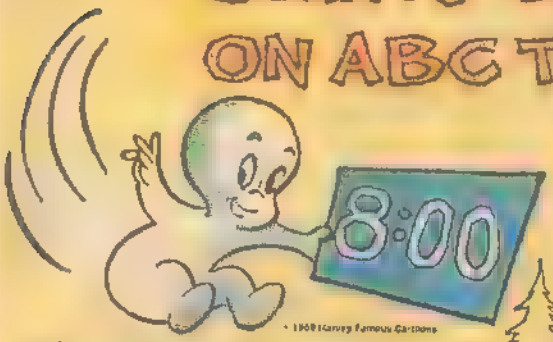
It's a new crazy-like custom FUN CAR from the model car leader. A real far-gone "Dune Buggy" of World War II vintage, designed by your pal Tom Daniel, in a size you'll like. Rommel's Rod is Tom's version of the wildest Afrika Korps command car ever built! Big nine inch long model has Mercedes engine, tank treads, windshield-mounted and rear-firing machine guns, removable head and two sun bleached skeletons. Rear compartment has plush chair, map table, radio gear and ammo cases.

It's a scream. Easy to put together too. Get a Rommel Rod kit at your favorite store and have a ball.

SUPER SATURDAY ON ABC

A GREAT NEW SATURDAY MORNING STARTS SEPTEMBER 6 ON ABC TELEVISION

abc



THE NEW ADVENTURES OF

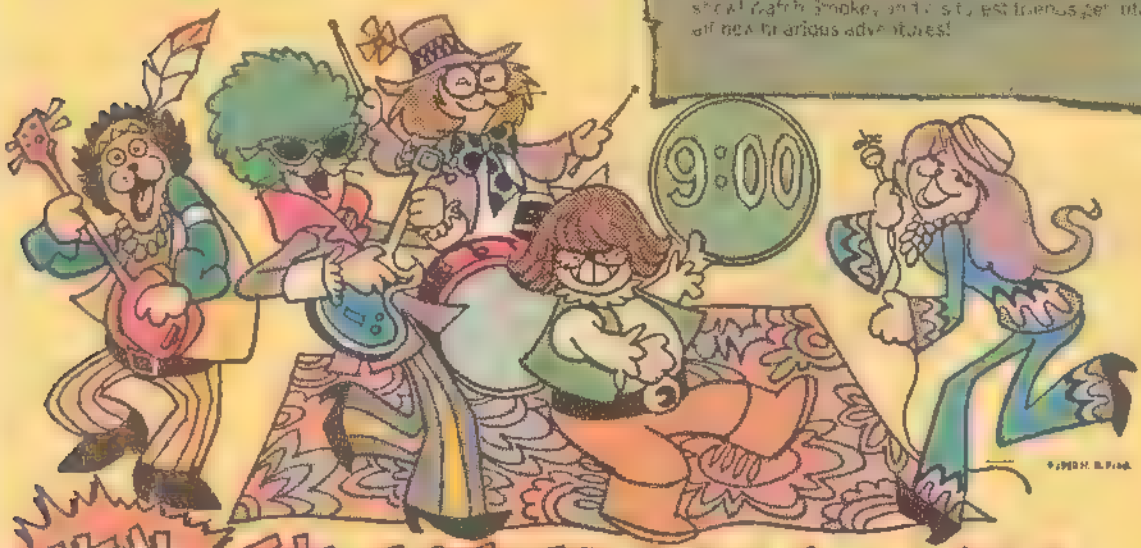
CASPER THE FRIENDLY GHOST

Good fun week after week with the friendliest ghost around.

NEW

THE SMOKEY BEAR SHOW

America's number one fire prevention bear stars in a special night with Smokey and his best friends as they get into all new hilarious adventures!



NEW

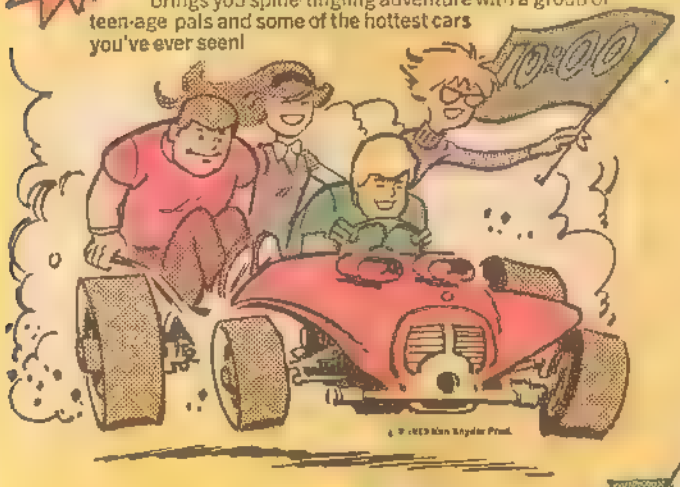
THE CATTANOOGA CATS

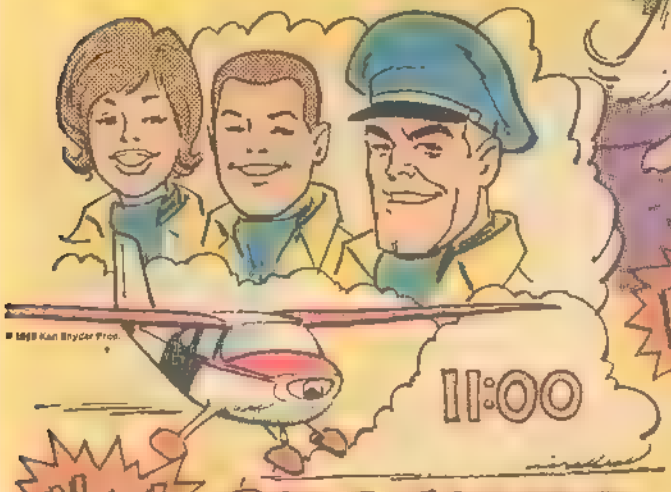
A full hour of music and comedy as the Cattanooga Cats bring you weekly special episodes of "Autocat and Motormouse," "It's the Wolf!" and "Around the World in 79 Days"!

NEW

HOT WHEELS

Speed! Thrills! Action! The Hot Wheels Racing Club brings you spine-tingling adventure with a group of teen-age pals and some of the hottest cars you've ever seen!

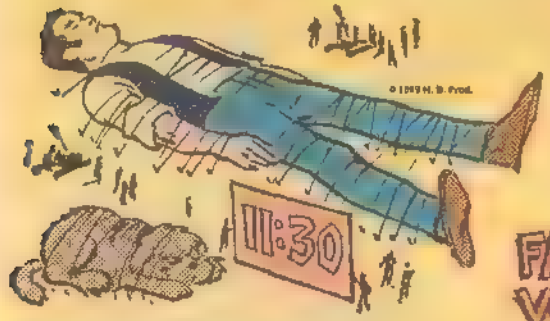




NEW

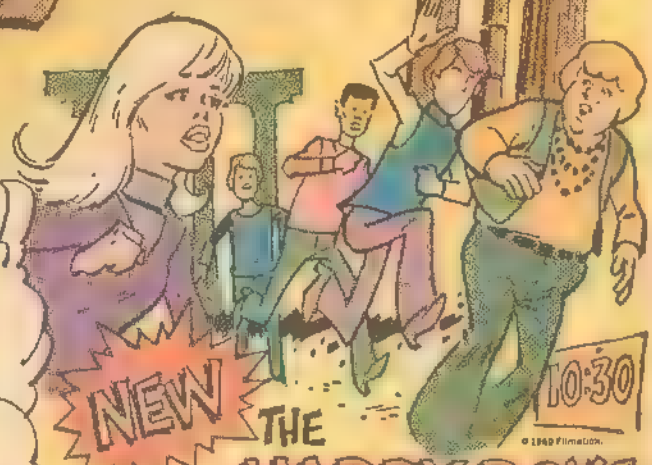
SKY HAWKS

Daring air-sea rescues, secret missions, sky-diving thrills and fast-paced excitement come your way, as Cap Wilson and his Sky Hawks take off on new, weekly adventures!



THE ADVENTURES OF GULLIVER

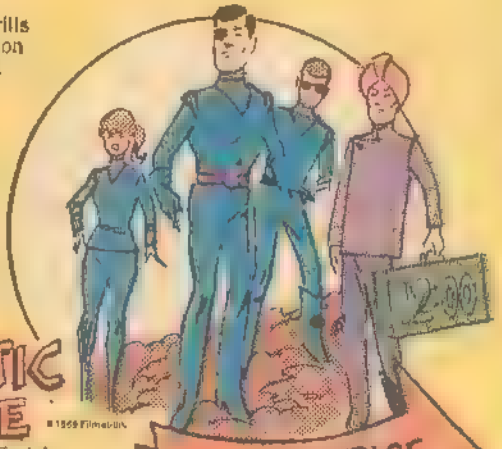
Greg Gulliver and his dog Shag are back again in the land of the mini-people.



NEW

THE HARDY BOYS

The classic mystery stories of The Hardy Boys come to life in this new cartoon series! See a new rock group, The Hardy Boys Plus Three, and follow their suspenseful adventures every week!



FANTASTIC VOYAGE

The fantastic four find danger on their strange trip through a famous professor's bloodstream.

TURN THE PAGE AND FIND OUT HOW YOU CAN JOIN ABC's EXCITING NEW SUPER SATURDAY CLUB!

Times shown are for Eastern and Pacific zones. Check local listing for time and station in your home town.

BOYS! GIRLS! JOIN US TODAY!

ABC's SUPER SATURDAY CLUB

abc OFFICIAL CHARTER MEMBERSHIP OFFER

Join the fun when meetings are called to order Saturday mornings on ABC-TV!
Your Charter Membership Kit includes:

- ☆ An official ABC Super Saturday Club Membership Card
- ☆ The ABC Super Saturday Club Newsletter, which tells you more about the club
- ☆ Official ABC Super Saturday Club Premium Coupons which permit club members to obtain special premiums at reduced prices
- ☆ An official ABC Super Saturday Button
- ☆ ABC Super Saturday Decals and Stick-Ons
- ☆ An ABC Super Saturday Club Pennant
- ☆ A special ABC Super Saturday Club Poster for your room
- ☆ An official ABC Super Saturday Club Stamp Album

DON'T DELAY! ABC's SUPER SATURDAY CLUB SIGN UP TODAY!

ABC's Super Saturday Club Membership Application A5
Mail to: ABC's Super Saturday Club, P.O. Box 28B
Mount Vernon, New York 10557

I would like to join in the fun and become a member of ABC-TV Super Saturday Club. Enclosed is my 50¢ for the membership kit, including postage and handling.
(Print plainly—please include zip code)

Name_____

Address_____

City_____ State_____ Zip_____

Offer good in U. S. except where prohibited, licensed, regulated, or taxed. Send coin only (no stamps, please). U.S. Military overseas, send U.S. coin and APO address. Allow 28 days for delivery. WE MUST HAVE YOUR ZIP CODE to mail MEMBERSHIP KIT.

METROPOLIS MAILBAG

Dear Editor:

I am a Marine serving in Vietnam. I am writing for the whole squad. We enjoy Superman comics very much. We also like the Legion of Super-Heroes. They remind us very much of ourselves, because Superman and his friends fight valiantly against crime as we do against Communist oppression. We don't get very many Superman comics, but when we do, they are read by the whole platoon. You don't know how good it is to come off a patrol, sit down, relax and read a good comic.

1 Charlie Squad, Kilo Co. 3/4 Marines,
1st Platoon, Vietnam

(Thanks for the unsolicited testimonial—and we sure wish you dodge those speeding bullets!—Ed.)

* * * * * *

Dear Editor:

Well, what do you know? ACTION No. 378 introduced a Luthor look-alike who is Kal-El's (Superman's) godfather. I wonder what will happen when Lex and Rol clash, one for Kal, the other against? Will Rol stay on Earth? What scientific knowledge does Rol have that can help Kal? Also, did Rol meet Supergirl's parents, Zor-El and Alura, while on Krypton?

—M.K. Tomashevsky

(That's quite a few questions you asked. Now we have to get busy dreaming up a story or two to answer them in.—Ed.)

* * * * * *

Dear Editor:

Ugh! I found a boo-boo in ACTION 378. On page 9, Satan bores a hole in the door of the Fortress. Yet on page 14, there is no hole in the door. How do you explain this hole in the story?

—Charles Cox, Oxford, Miss.

(Simple! While "Satan" was busy with the robot he thought was Superman, the real Man of Steel was repairing the door. —Ed.)

* * * * * *

Dear Editor:

Here's an idea for a Legion story. Someone from Duo Damsel's planet (where each person can become three people) marries somebody from Chameleon Boy's world (where everyone can change shape). They have a son with both powers and he grows up to be a criminal, who impersonates members of the Legion, sometimes two or three at once.

—Kevin Naughton, Spring Valley, Calif.

(And how does it end? Does one of him turn in the other two for the reward?—Ed.)

* * * * * *

Dear Editor:

Why is it that Superboy has to worry about keeping his identity a secret and the other Legionnaires don't? Some crooks got at Colossal Boy through his parents in ADVENTURE 371.

—Arthur Lovisi, Norfolk, Va.

(Right! But in most cases, the Legionnaires' powers were openly known before they turned to crime-busting. So they had little chance of trying a new identity for Legion business. However, another Legionnaire tries a secret identity for a different reason in the next issue of ACTION.—Ed.)

* * * * * *

Dear Editor:

I sent in an idea and you used it, but you didn't give me any credit. My idea was for Superman to form a leaded fiberglass shield around himself. You used the basic idea in ACTION 377. So please print my letter to set the record straight.

—Alan Boyd, Universal City, Tex.

(To tell the truth, we seem to recall that two or three readers submitted similar ideas, but we didn't have the letters handy when that issue was prepared. We're not sure whether yours came first, but here's a thank you for all who sent in the scheme.—Ed.)

* * * * * *

Dear Editor:

Concerning whether Legion girls should wear different clothing every issue, just because they're female: let's remember something. The Legion lives in the 30th century. People change their styles from century to century. I'm not saying you wouldn't be able to tell the boys from the girls, but since the girls are as much Legionnaires as the boys, they should be *proud* of wearing their Legion uniforms. Besides, would you condemn a *nurse* for not being feminine, just because she doesn't wear "civilian" clothes? What most attracted me to the Legion stories was that the author had no hang-ups about male-female roles. He was only concerned with *people*, not *stereotypes*. I'm a girl and proud of it, but I'm also a human being. Keep the uniforms!

—Bev Mendheim, Los Angeles, Calif.

(We intend to. But you won't grudge the gals a chance to dress in "civvies" when they're off-duty, will you? Even the guys frequently do that.—Ed.)

* * * * * *

Dear Editor:

What is the correct pronunciation of Mon-El? My friend and I have different ways of pronouncing it and would like to know the correct one.

—Richard Jochner, San Leandro, Calif.

(It's pronounced "Moan-Ell"—you know, "moan"—like what the Editor does when he sees a batch of letters pointing out boo-boos.—Ed.)

* * * * * *

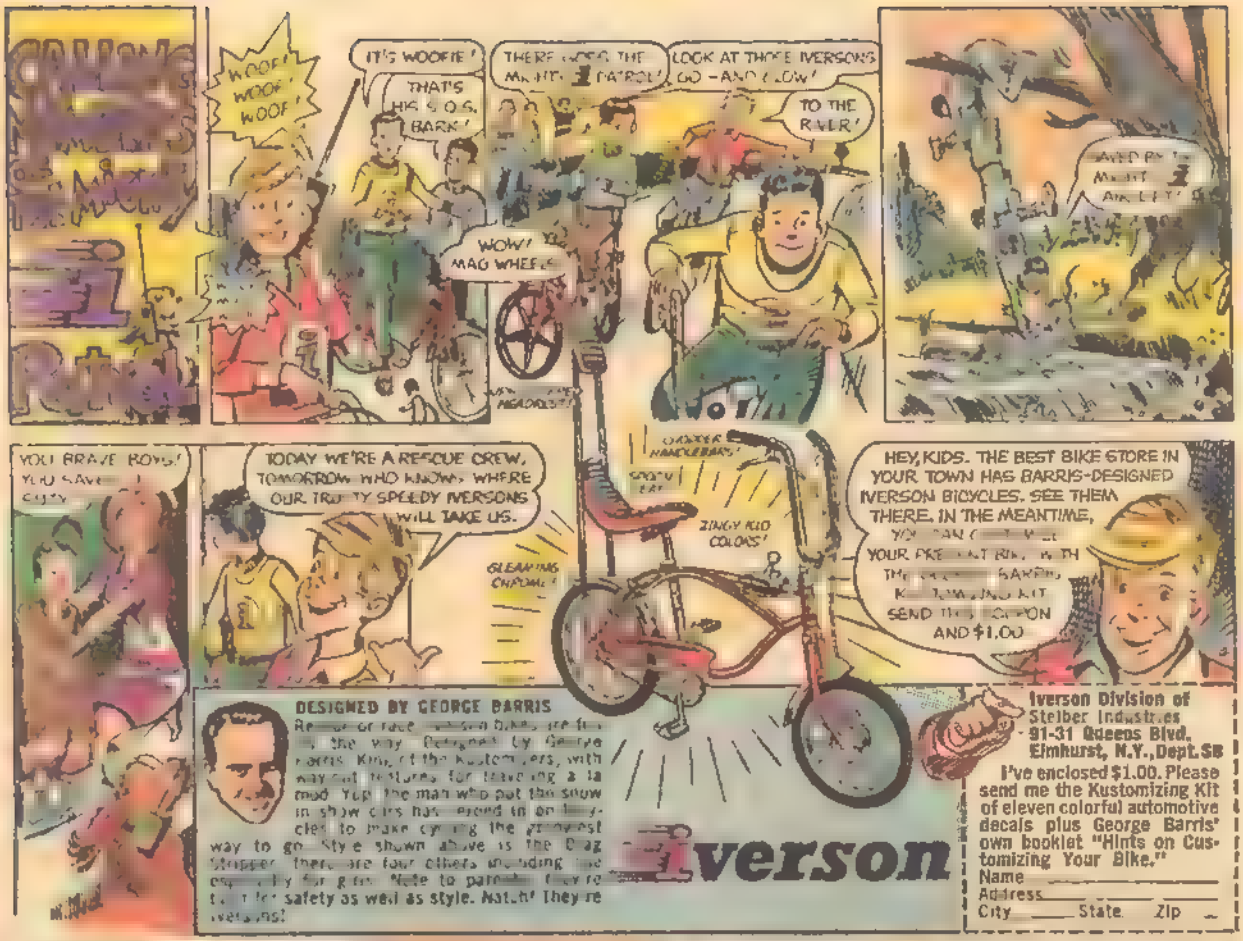
Dear Editor:

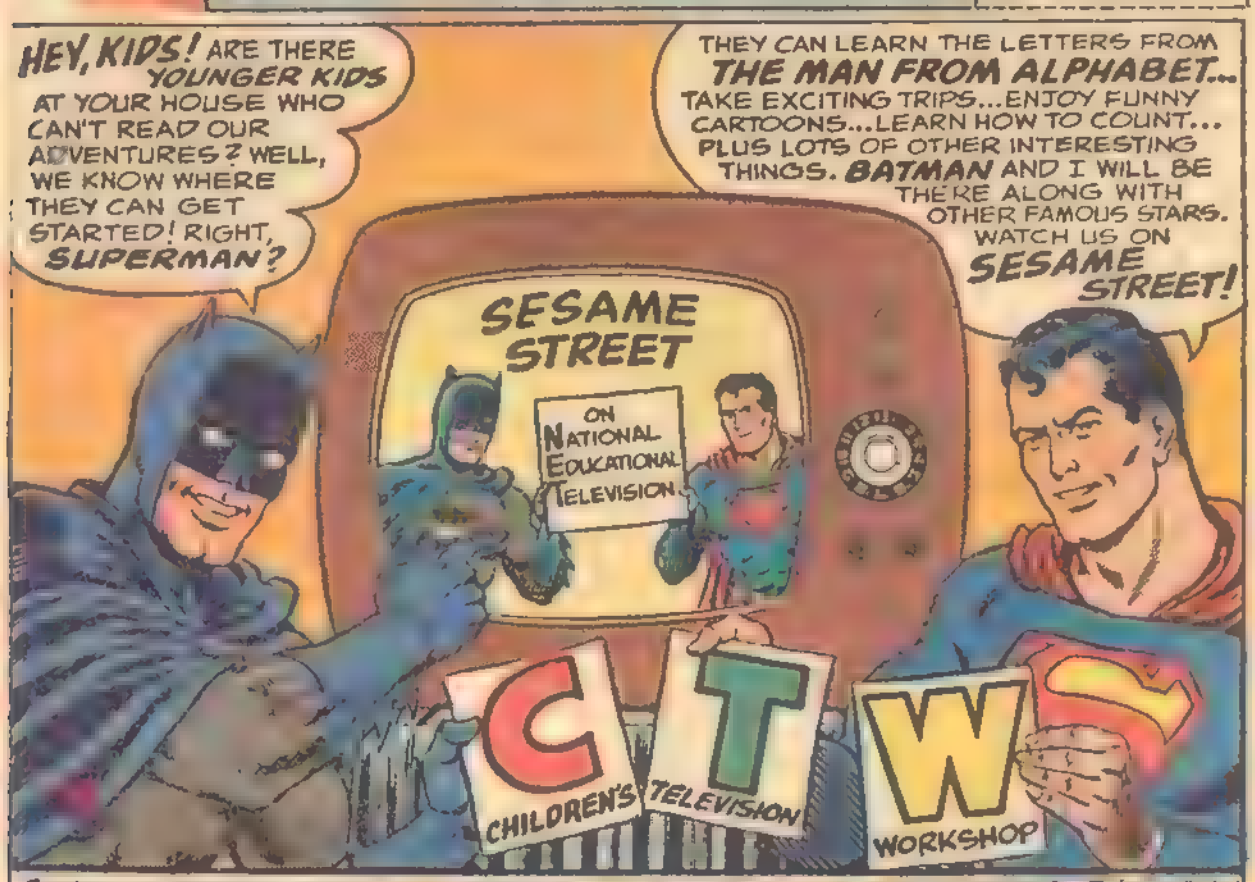
Where do the crooks in present-day Metropolis get the knowhow to build inventions that are still experimental 1,000 years from now in the Legion stories? Where do they get the money for these inventions?

—John R. Schwartz, Galveston, Tex.

(Several crooked scientists studied under Lex Luthor, whose scientific genius is way ahead of his time. And it should be obvious where brainy bandits get their money for anything: they steal it!—Ed.)

Send all comments, on a postal card, to METROPOLIS MAILBAG, National Periodical Publications, 909 Third Ave., New York, N.Y. 10022. Include Zip Code with your address.

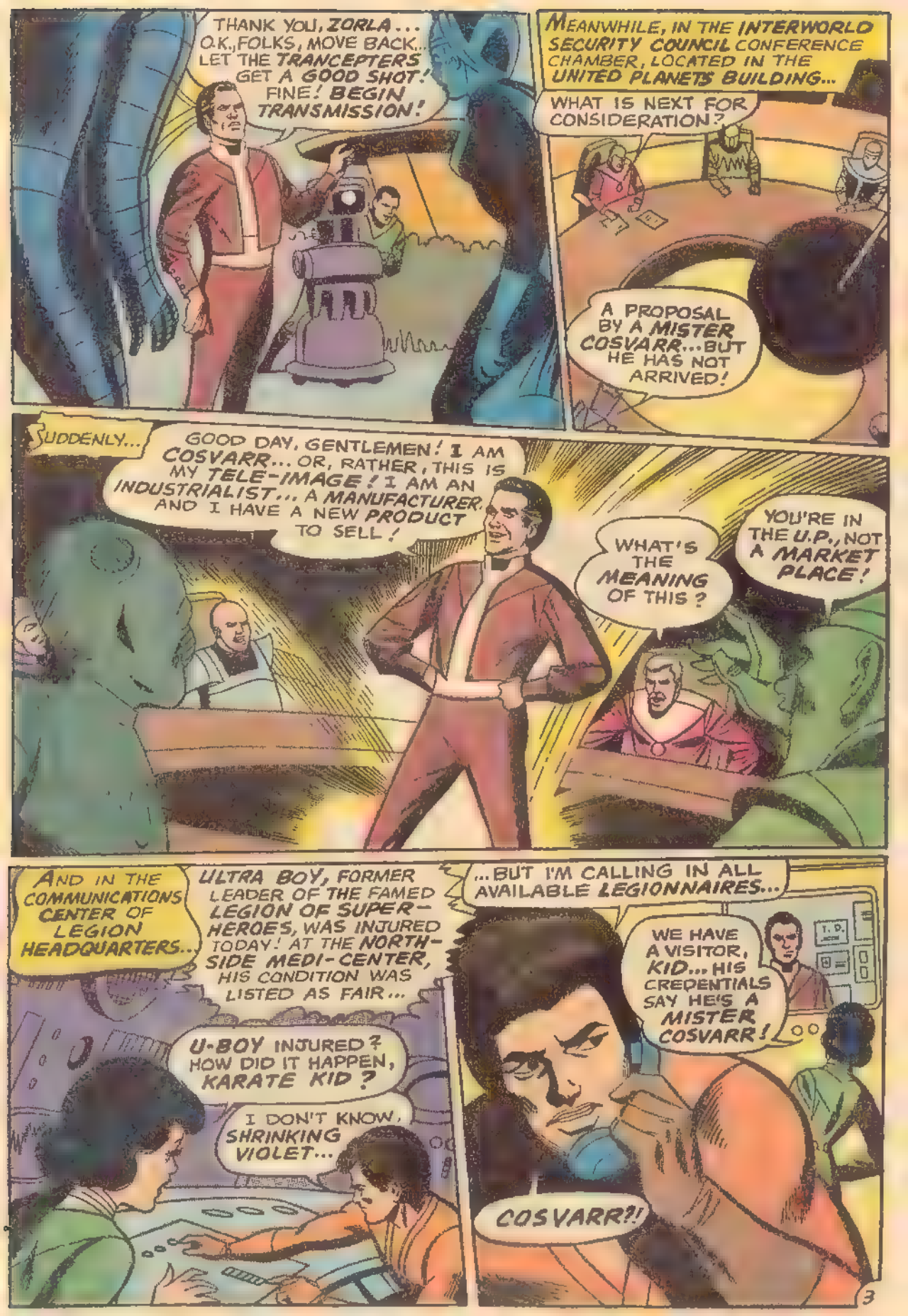

WOOF! WOOF! WOOF!
IT'S WOOFIE!
THAT'S HIS S.O.S. BARK!
WOW! MAG WHEELS
LOOK AT THOSE IVERSONS GO - AND GLOW!
TO THE RAER!
YOU BRAVE BOYS! YOU SAVED
TODAY WE'RE A RESCUE CREW, TOMORROW WHO KNOWS WHERE OUR TRUSTY SPEEDY IVERSONS WILL TAKE US.
GLEAMING CHROME!
HEY, KIDS. THE BEST BIKE STORE IN YOUR TOWN HAS BARRIS-DESIGNED IVERSON BICYCLES. SEE THEM THERE. IN THE MEANTIME, YOUR PRESENT RIDE WITH THE SEND THIS COUPON AND $1.00
DESIGNED BY GEORGE BARRIS
Iverson
Iverson Division of Stelber Industries
91-31 Queens Blvd.
Elmhurst, N.Y., Dept. SB
I've enclosed $1.00. Please send me the Kustomizing Kit of eleven colorful automotive decals plus George Barris' own booklet "Hints on Customizing Your Bike."
Name
Address
City State Zip


HEY, KIDS! ARE THERE YOUNGER KIDS AT YOUR HOUSE WHO CAN'T READ OUR ADVENTURES? WELL, WE KNOW WHERE THEY CAN GET STARTED! RIGHT, SUPERMAN?
THEY CAN LEARN THE LETTERS FROM THE MAN FROM ALPHABET... TAKE EXCITING TRIPS... ENJOY FUNNY CARTOONS... LEARN HOW TO COUNT... PLUS LOTS OF OTHER INTERESTING THINGS. BATMAN AND I WILL BE THERE ALONG WITH OTHER FAMOUS STARS. WATCH US ON SESAME STREET!
SESAME STREET
ON NATIONAL EDUCATIONAL TELEVISION
C T W
CHILDREN'S TELEVISION WORKSHOP

SESAME STREET STARTS NOVEMBER 10th. IT WILL BE ON THE EDUCATIONAL TV STATION IN YOUR TOWN, MONDAY THROUGH FRIDAY, AN HOUR A DAY IN COLOR.

SUPPOSE YOU WERE FORCED TO DO MORTAL COMBAT WITH A CLOSE FRIEND? IMPOSSIBLE? NOT IF THE STAKES WERE HIGH ENOUGH! SUPPOSE YOU HAD TO...
TALES OF THE LEGION of SUPER-HEROES
"KILL A FRIEND TO SAVE A WORLD!"
Featuring— KARATE KID LIGHT LASS SHRINKING VIOLET TIMBER WOLF ULTRA BOY
I HATE TO ZAP KARATE KID WITH THIS STUN-CLUB... BUT IF I DON'T, THESE CROOKS MIGHT GUESS I'M REALLY A LEGIONNAIRE!
ONE DAY, AT THE VAST METRO VILLAGE SHOPPING CENTER!
GOT TO BUY PHANTOM GIRL A GIFT... HER BIRTHDAY'S COMING UP SOON...
HALT! I CHALLENGE YOU, ULTRA BOY!

WHO...OR WHAT ARE YOU ?
I AM STRONG... FAST...INVINCIBLE!
METRO SHOPPING MART
AND YOU'RE OBVIOUSLY SPOILING FOR A FIGHT! OKAY PREPARE TO BE TAKEN DOWN A PEG!
DON'T WORRY! I WON'T USE ALL MY ULTRA-STRENGTH, TIN MAN...NUH?
THEN I SHALL LIMIT MY SPEED!
BUT A FRACTION OF IT IS ENOUGH TO HANDLE YOU!
FOOD CENT
OW!
I DIDN'T HAVE TIME TO SWITCH FROM ULTRA-STRENGTH TO INVULNERABILITY! *
* ULTRA BOY CAN ONLY USE ONE POWER AT A TIME. - Ed.
THIS IS UNFAIR! I HAVEN'T HAD TIME TO DEMONSTRATE ALL MY POWERS, AND YOU'RE READY TO QUIT!
UGH!
ENOUGH, PROTECTOR I... STOP NOW! IT'S ALL RIGHT, FOLKS! IT'S ALL OVER... JUST A DEMONSTRATION!


THANK YOU, ZORLA... O.K., FOLKS, MOVE BACK... LET THE TRANCEPTERS GET A GOOD SHOT! FINE! BEGIN TRANSMISSION!
MEANWHILE, IN THE INTERWORLD SECURITY COUNCIL CONFERENCE CHAMBER, LOCATED IN THE UNITED PLANETS BUILDING...
WHAT IS NEXT FOR CONSIDERATION?
A PROPOSAL BY A MISTER COSVARR... BUT HE HAS NOT ARRIVED!
SUDDENLY...
GOOD DAY, GENTLEMEN! I AM COSVARR... OR, RATHER, THIS IS MY TELE-IMAGE! I AM AN INDUSTRIALIST... A MANUFACTURER, AND I HAVE A NEW PRODUCT TO SELL!
WHAT'S THE MEANING OF THIS?
YOU'RE IN THE U.P., NOT A MARKET PLACE!
AND IN THE COMMUNICATIONS CENTER OF LEGION HEADQUARTERS...
ULTRA BOY, FORMER LEADER OF THE FAMED LEGION OF SUPER-HEROES, WAS INJURED TODAY! AT THE NORTH-SIDE MEDI-CENTER, HIS CONDITION WAS LISTED AS FAIR...
U-BOY INJURED? HOW DID IT HAPPEN, KARATE KID?
I DON'T KNOW, SHRINKING VIOLET...
...BUT I'M CALLING IN ALL AVAILABLE LEGIONNAIRES...
WE HAVE A VISITOR, KID... HIS CREDENTIALS SAY HE'S A MISTER COSVARR!
COSVARR?!

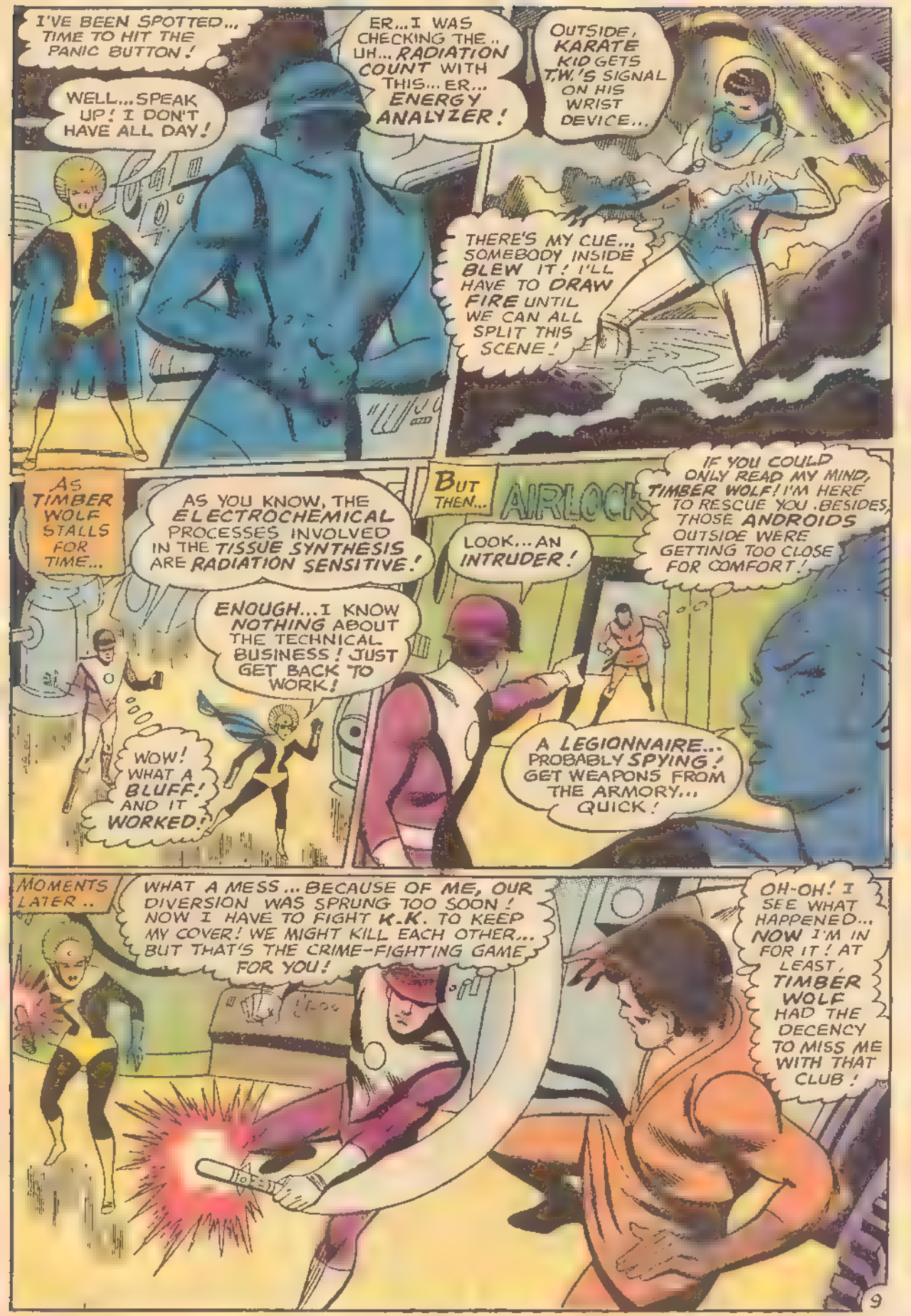
GREETINGS, LEGIONNAIRES! I AM COSVARR! I HAVE HERE A TRANCEPTER TAPE OF ULTRA BOY'S LITTLE "ACCIDENT"! FEEL FREE TO STUDY IT!
ALL RIGHT, COSVARR, ENOUGH GAMES... WHAT'S YOUR ANGLE?
I MANUFACTURE PROTECTORS... LIKE THE ONE THAT SWATTED THE INSECT WHO DARED CALL HIMSELF A HERO...
SO... THERE'S ONE MORE NUT LOOSE WHO HATES THE LEGION!
DON'T FLATTER YOURSELVES... I WOULDN'T WASTE TIME ON YOU... UNLESS, OF COURSE, IT WERE PROFITABLE!
YOU LEGIONNAIRES ARE OBSOLETE... YOU ARE INADEQUATE AS GUARDIANS OF THE U.P.! SO THERE IS A MARKET FOR A SUPERIOR PRODUCT... NAMELY, COSVARR'S PROTECTORS!
GOOD DAY, FOOLS!
WHAT'S HE TRYING TO DO? SELL US HIS ANDROIDS? WHAT A PITCH!
I DON'T THINK IT'S THAT SIMPLE... LET'S LOOK AT THIS TAPE...
SOON... COSVARR'S PROTECTORS ARE THE ULTIMATE IN DEFENSE MACHINES! THEY ELIMINATE THE NEED FOR ARMIES, WEAPONS AND POLICE! EVERY WORLD SHOULD HAVE THEM!
THE FOLLOWING IS A DEMONSTRATION OF A PROTECTOR IN ACTUAL COMBAT CONDITIONS, SHOWING ITS COMPLETE SUPERIORITY!
NOW I GET IT... WHAT A RACKET! BUT COSVARR'S A GENIUS...

SINCE HE'S MADE IT OBVIOUS THAT WE'RE "INADEQUATE PROTECTORS", EVERY PLANET WILL WANT TO BUY HIS SUPER-CREATIONS...
...BECAUSE ANY PLANET WITHOUT THEM WILL BE ENDANGERED BY THOSE THAT HAVE THEM!
RIGHT! I'D HATE TO BE FROM THE ONLY PLANET IN THE GALAXY THAT HAS NO ANDROID PROTECTOR!
THIS WILL START A NEW ARMS RACE...AND THAT RAT WILL REAP THE PROFITS BY THE BILLION! HE HAS A GRAND-SCALE PROTECTION RACKET!
WHAT CAN WE DO?
THAT'S A GOOD QUESTION. THE ONLY RESPONSES I'VE HAD TO MY EMERGENCY SIGNAL ARE FROM TIMBER WOLF AND LIGHT LASS! WHAT CAN THE FOUR OF US ACCOMPLISH?
I WISH CHAMELEON BOY HAD CALLED IN! AS THE LEGION'S LEADER, I COULD HAVE DUMPED THIS IN HIS LAP! IT WOULD HAVE BEEN PERFECT FOR HIS ESPIONAGE SQUAD!
WHILE KARATE KID IS GETTING ORGANIZED, WHAT OF THE VILLAIN AND HIS LOVELY "NUMBER TWO."?
A FEW HOURS LATER, AT THEIR HOME BASE...
I DON'T LIKE THIS... WHY DID YOU HAVE TO BUILD THE PLANT RIGHT HERE ON JUPITER, IN THE SAME STAR-SYSTEM AS THE LEGION... NOT TO MENTION THE SOLAR COPS?
RELAX, DOLL! WE'RE LEGIT, REMEMBER... NO ONE CAN TOUCH US!
BESIDES...CONSIDERING THE KIND OF PROTECTION WE HAVE HERE, WE DON'T HAVE ANYTHING TO WORRY ABOUT!
DID YOU INFORM THE PROTECTORS TO EXPECT GUESTS?

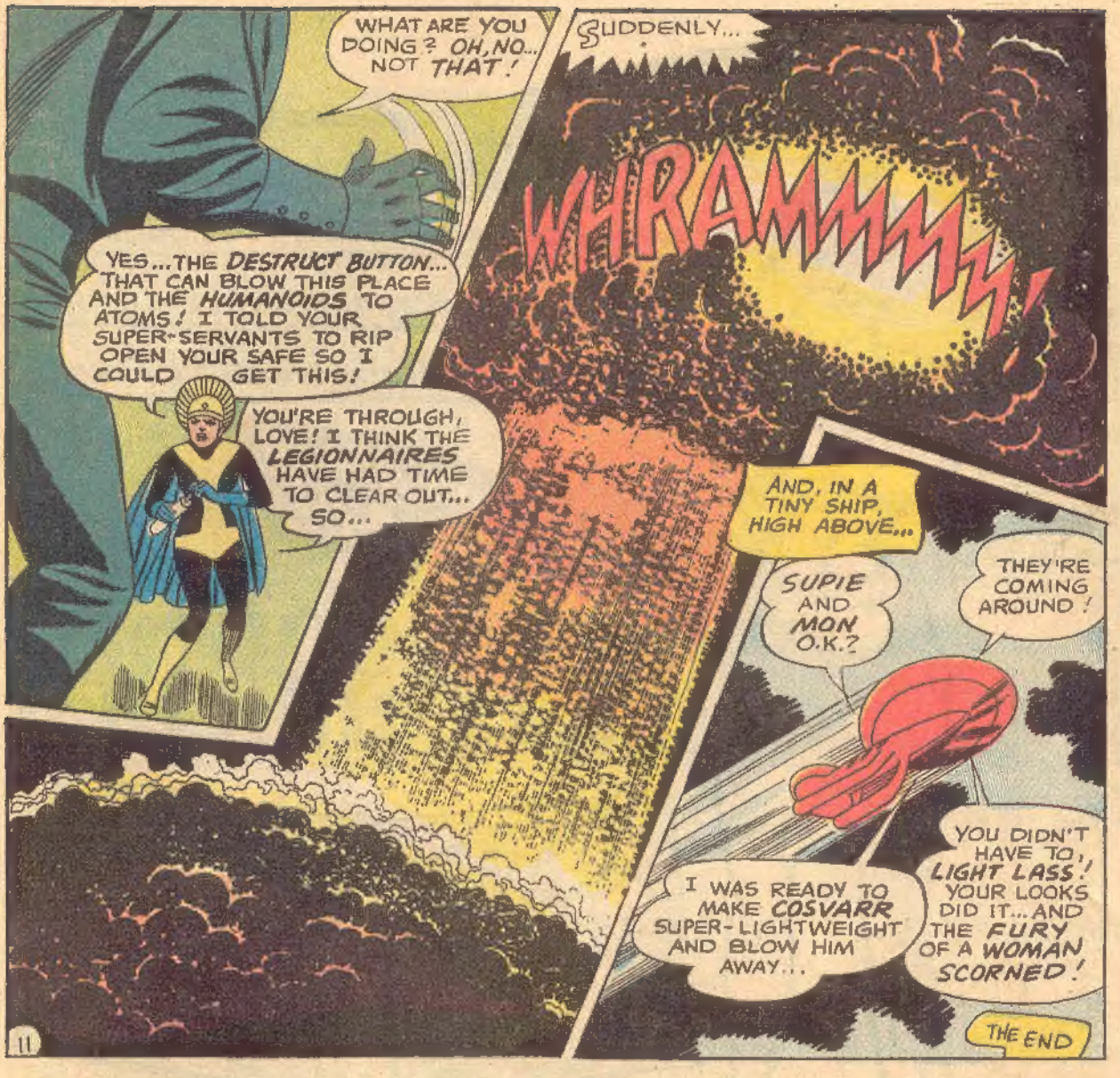
GUESTS? OH... THE DELEGATES FOR PERSONAL INTERVIEWS! YES... I BELIEVE THE FIRST ONE'S DUE NOW! A BILLIONAIRESS NAMED CARINA WALTER!
GOOD EVENING, MY DEAR... IT'S A BIT CHILLY OUT TONIGHT... MINUS 240°... THE AMMONIA LAKE IS FREEZING OVER! WON'T YOU COME IN?
THANK YOU... ENTERING AIRDOCK!
DON'T TELL ME YOU'RE GOING TO PLAY CASANOVA AGAIN! EVERY BLASTED WOMAN YOU MEET...
OH, SHUT UP! I'M JUST TRYING TO SELL THE PRODUCT!
AH! SUCH A LOVELY CUSTOMER! I CAN SEE IT'S GOING TO BE A PLEASURE TO SERVE YOU!
ENOUGH SOFT SOAP! LET'S SEE THE MERCHANDISE!
THE MERCHANDISE? OH, YES... YOU'RE HERE FOR THE HUMANOID... I ALMOST FORGOT!
WHY IS YOURS SO SPECIAL?
OTHER CONCERNS MAKE HUMANOIDS... EVEN SUPER ONES! YOURS BEAT ULTRA BOY... BUT HE WAS OFF GUARD! WHY NOT SUPERBOY OR MON-EL?
THEY'RE MORE POWERFUL! IT WOULD HAVE BEEN A BETTER TEST!
THIS IS WHY, MISS WALTER... THEY WERE JUST PLAIN UNAVAILABLE...
:GASP: SUPERBOY... MON...
YOU-YOUR HUMANOIDS DRAW POWER FROM THEM?
...NO... BUT I EXPERIMENTED ON THEM TO DISCOVER HOW THEY OBTAINED THEIR POWERS... AND BUILT MY ARTIFICIAL BEINGS ACCORDINGLY!

HOW DID YOU CAPTURE THEM ?
I'D BEEN EXPERIMENTING WITH A NEW FORM OF SUPER-HYPNOSIS! I WAS SURPRISED MYSELF THAT IT WORKED SO WELL ON THEM!
HA...THE BEAUTY OF IT IS THE LEGIONNAIRES THINK THESE TWO ARE STILL ON A MISSION SOMEWHERE !
"AFTER I HAD CAPTURED THEM, I STUDIED THEM CAREFULLY... EXPERIMENTED ON THEM... LEARNED EXACTLY HOW THEIR BODIES DERIVED THEIR POWERS FROM EARTH'S YELLOW SUN. "
SO...YOUR HUMANOIDS ARE ARTIFICIAL SUPERBOYS, EH ?
NO... I COULDN'T DUPLICATE ALL OF SUPERBOY'S POWERS.. BUT I IMPROVED ON SOME... AND MY CREATIONS DRAW ENERGY FROM ALL TYPES OF SUNS, NOT JUST YELLOW ONES !
MEANWHILE, ON CARINA'S SHIP
THIS FAKE RIVET IS A GREAT HIDING PLACE .. TOO SMALL FOR THEIR SENSORS TO DETECT! MY SHRINKING POWER MADE IT EASY TO CONCEAL MYSELF IN THIS SPECIAL AIRTIGHT HOLLOW WE PREPARED !
AND, SOMEWHERE ELSE INSIDE THE SLEEK SHIP, TIMBER WOLF MAKES HIS MOVE..
MONITOR
GOOD! THE MONITOR SHOWS THERE ARE HUMAN EMPLOYEES AT THIS PLANT! ALL I HAVE TO DO IS ADJUST THE DIAL OF THIS NEW CHAMELEOID COSTUME TO MAKE IT LOOK LIKE THEIRS !
NOW I'LL SEEM TO BE JUST ANOTHER WORKER! WITH ALL THE HEAT SHIELDING IN THIS ENGINE TUBE, NO SENSOR COULD DETECT ME HIDING IN A SMALL COMPARTMENT INSIDE !

SO...THE LEGIONNAIRES ARE HERE IN FORCE! BUT WHAT OF KARATE KID, THE NEWLY ELECTED LEADER? HE'S OUTSIDE...
NOTHING TO DO BUT WAIT OUT HERE AND DODGE PATROLS TILL IT'S TIME FOR MY MOVE!
AND BACK WITH OUR "BILLIONAIRESS"...WHO IS REALLY THE FOURTH LEGIONNAIRE IN DISGUISE...
...BUT DESPITE MY UNHAPPY CHILDHOOD, I WAS DETERMINED TO MAKE MY MARK IN THE UNIVERSE...
HOW INTERESTING... BUT WE'VE BUSINESS TO DISCUSS! AND I'D PREFER THAT IT BE PRIVATE!
OF COURSE! RUN ALONG, WON'T YOU, ZORLA?
SLITCH!
AH! WE'RE ALONE NOW... WOULD YOU LIKE SOME ANTERION NECTAR BEFORE WE BEGIN?
WHEW! THIS GUY'S A FRUIT-CAKE OR I'M NOT LIGHT LASS! IF I PLAY UP TO HIM A LITTLE, MAYBE I CAN GET MORE INFORMATION!
ELSEWHERE...
IT'S EASY FOR ME TO CHECK THIS ASSEMBLY LINE FROM THE INSIDE OUT, WHILE TIMBER WOLF GETS THE OVERALL VIEW WITH HIS ANALYZER CAMERA!
WE HAVE THE U.P. AUTHORIZATION TO DESTROY THIS PLANT AND END COSVARR'S BLACKMAIL THREAT... BUT OUR FIRST OBJECTIVE IS TO FIND OUT HOW THE PROTECTORS ARE MADE!
R5
SUDDENLY...
YOU! LABORER! WHAT ARE YOU DOING?
HUH?... I...ER...


I'VE BEEN SPOTTED... TIME TO HIT THE PANIC BUTTON!
WELL...SPEAK UP! I DON'T HAVE ALL DAY!
ER...I WAS CHECKING THE... UH...RADIATION COUNT WITH THIS...ER... ENERGY ANALYZER!
OUTSIDE, KARATE KID GETS T.W.'S SIGNAL ON HIS WRIST DEVICE...
THERE'S MY CUE... SOMEBODY INSIDE BLEW IT! I'LL HAVE TO DRAW FIRE UNTIL WE CAN ALL SPLIT THIS SCENE!
AS TIMBER WOLF STALLS FOR TIME...
AS YOU KNOW, THE ELECTROCHEMICAL PROCESSES INVOLVED IN THE TISSUE SYNTHESIS ARE RADIATION SENSITIVE!
ENOUGH...I KNOW NOTHING ABOUT THE TECHNICAL BUSINESS! JUST GET BACK TO WORK!
WOW! WHAT A BLUFF! AND IT WORKED!
BUT THEN...
AIRLOCK
LOOK...AN INTRUDER!
IF YOU COULD ONLY READ MY MIND, TIMBER WOLF! I'M HERE TO RESCUE YOU. BESIDES, THOSE ANDROIDS OUTSIDE WERE GETTING TOO CLOSE FOR COMFORT!
A LEGIONNAIRE... PROBABLY SPYING! GET WEAPONS FROM THE ARMORY... QUICK!
MOMENTS LATER..
WHAT A MESS...BECAUSE OF ME, OUR DIVERSION WAS SPRUNG TOO SOON! NOW I HAVE TO FIGHT K.K. TO KEEP MY COVER! WE MIGHT KILL EACH OTHER... BUT THAT'S THE CRIME-FIGHTING GAME FOR YOU!
OH-OH! I SEE WHAT HAPPENED... NOW I'M IN FOR IT! AT LEAST, TIMBER WOLF HAD THE DECENCY TO MISS ME WITH THAT CLUB!

AND ALL THE HUMANOIDS ARE STILL OUTSIDE... OOPS! I SPOKE TOO SOON!
SHE'S ACTIVATING THE COMPONENTS ON THE ASSEMBLY LINE!
I CAN'T FIGHT 'EM ALL! AND TIM DOESN'T DARE HELP ME! UHHH!
GOT HIM...I'LL CALL COSVARR ON THE COMMUNICATOR...THIS WILL TAKE HIS MIND OFF THAT BLONDE HUSSY!
WILL IT? DON'T BET ON THAT..
COSVARR! COME IN! WHY DON'T YOU ANSWER?
HOLD IT, MISTER! WHAT WILL ZORLA SAY ABOUT IT?
LISTEN.., I'VE BEEN LOOKING FOR A NEW PARTNER! WITH YOUR MONEY AND MY BRAINS, WE CAN RULE THE UNIVERSE!
HER? BAH! WE'LL DISPOSE OF HER! SHE WAS ALWAYS DEAD WEIGHT TO ME, ANYWAY! LET'S SEAL OUR PARTNERSHIP WITH A KISS!
I HEARD THAT!
LET ME GO...
HUH? ZORLA! I... UH...
I CAUGHT A LEGIONNAIRE, COSVARR, AND I'LL BET THAT BLONDE IS ONE, TOO... AS WELL AS A COUPLE OF OTHERS WHO FOLLOWED ME IN HERE!
ALL RIGHT, SUPER-HEROES! GET SUPERBOY AND MON-EL AND BEAT IT.. FAST! I'LL TAKE CARE OF COSVARR!
SHE...WAS A LEGIONNAIRE? NOT...
NOT RICH! YET YOU'D HAVE LET THEM TAKE OVER THE PLACE... WHILE DOUBLECROSSING ME... YOU RAT!
I KNOW WHERE HE HAS SUPERBOY AND MON... BUT...
THEN LET'S GO! THAT GAL SOUNDS LIKE SHE MEANS BUSINESS... AND WE'RE GETTING A FREE PASS OUT OF HERE!


WHAT ARE YOU DOING? OH, NO... NOT THAT!
YES...THE DESTRUCT BUTTON... THAT CAN BLOW THIS PLACE AND THE HUMANOIDS TO ATOMS! I TOLD YOUR SUPER-SERVANTS TO RIP OPEN YOUR SAFE SO I COULD GET THIS!
YOU'RE THROUGH, LOVE! I THINK THE LEGIONNAIRES HAVE HAD TIME TO CLEAR OUT... SO...
SUDDENLY...
WHRAMMMM!
AND, IN A TINY SHIP, HIGH ABOVE...
SUPIE AND MON O.K.?
THEY'RE COMING AROUND!
I WAS READY TO MAKE COSVARR SUPER-LIGHTWEIGHT AND BLOW HIM AWAY...
YOU DIDN'T HAVE TO, LIGHT LASS! YOUR LOOKS DID IT...AND THE FURY OF A WOMAN SCORNED!
THE END
11

THE REAL ONE IS HERE!

"MATCHBOX"®

The most authentic model car has now gone *Superfast*. These are the models you "MATCHBOX" experts have been waiting for. "MATCHBOX Superfast" racers, with high-performance mag wheels and suspension systems.

Meet the fastest "MATCHBOX" models ever. The all new Superfast Lamborghini Marzal and Superfast Lotus Europa—both with super-spin wheels that race 'em right outasight!

Super-detailed, Superfast, and still only *55¢*! Nothing can beat "MATCHBOX" Superfast.

No. 5
Superfast Lotus Europa
Sugg. Retail 55¢

No. 20
Superfast Lamborghini Marzal
Sugg. Retail 55¢

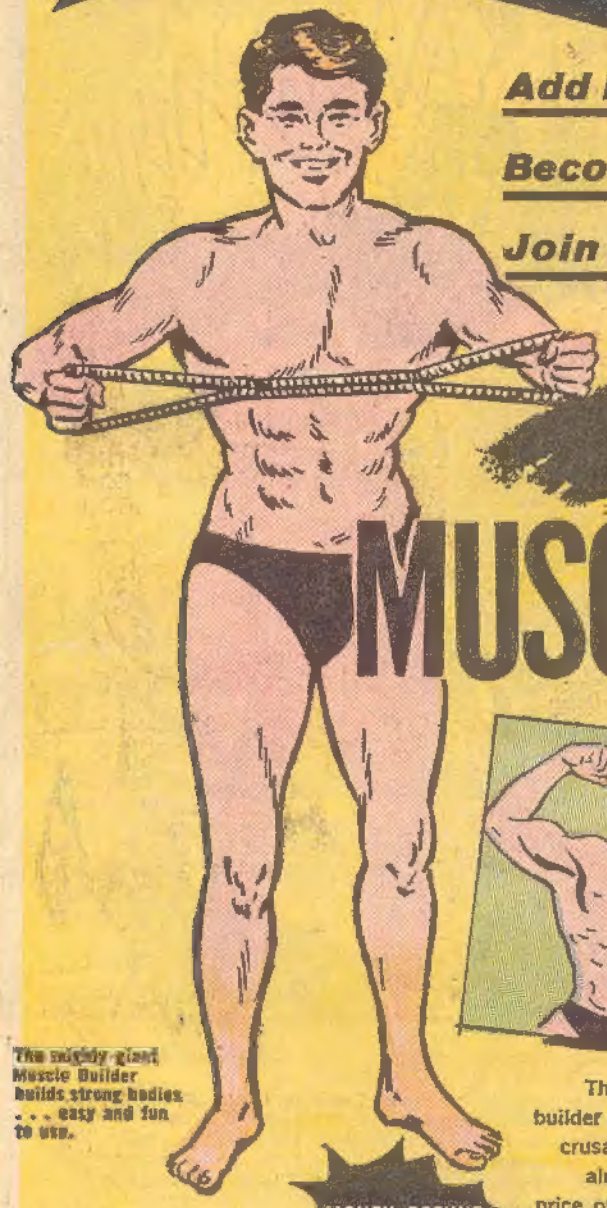
FRED BRONNER CORPORATION, a Division of Lesney Products & Co. Ltd., 120 East 23rd Street, New York, N.Y. 10010

BOYS, MEN, BUILD, DEVELOP MIGHTY MUSCLES

Add Power and Punch to Your Arms!

Become the Strongman in the Crowd!

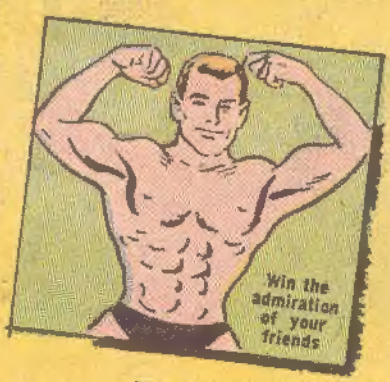
Join the National Health Crusade!

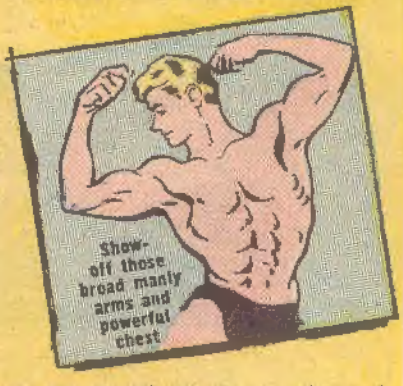


Yours Almost as a Gift!

ONLY **1.98**

MUSCLE BUILDER

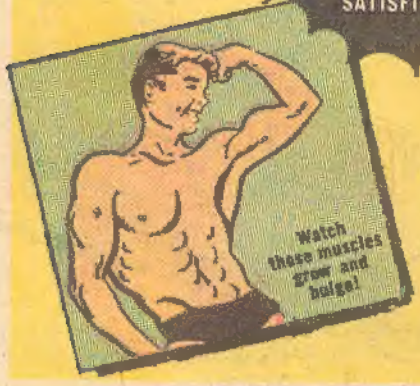




The mighty giant Muscle Builder builds strong bodies . . . easy and fun to use.

MONEY REFUND IN FULL IF NOT SATISFIED

The newest, easiest-to-use, most remarkable bicep and muscle builder you've ever dreamed possible. Boys, men, join in the national crusade to build better health through stronger bodies with this almost magical key. Magnificent body-builder special introductory price of only $1.98 makes the giant Muscle Builder the best health investment you can ever make. Use just a few minutes every day and watch those muscles grow into manly strength and he-man looks. But hurry, quantities are limited at this low introductory price. Use coupon below, enclose only $1.98 plus postage and handling.



MAIL THIS COUPON TODAY!

MUSCLE BUILDERS Box 397 , Rockville Centre, N.Y. 11570 dept. 911

Rush ..... Muscle Builder(s) at only $1.98 each plus 25 cents for postage and handling. I enclose $.....
(quantity) (amount)

Name .....
(please print)

Address .....

City ..... State ..... Zip.....

Canadian & Foreign orders $2.45 Int'l. Money Order with coupon.

Young America Record Club's

Top-Hit Records

75¢ and up

DISCOUNTS 25% 33⅓% 50% UP TO 75%!

ALL LABELS ★ ALL STARS ★ NO EXCEPTIONS!

★ No Minimum Number Of Records To Buy ★ Order Any Day, Any Week – Same Day Shipments ★ Get Top Hits Even Before In Stock In Your Home Town ★ No Unordered Records ★ No Bills To Pay – Ever! ★ No $1.00 Extra Charge For Stereo

plus Young America Record Club fab fun!

Singles ! LP's Tape CARtridge

Buy all the LP's, all the Singles, all the Tapes you want–EVERY label, EVERY star–AT BIG DISCOUNTS–25%, 33⅓%, 50%, even up to 75%. Top-hit records begin as low as 75¢, plus a small charge for speedy delivery to your home. Buy all the records you want OR NOTHING. There's no obligation ever to purchase a minimum number of records.

Get Columbia, Capitol, RCA Victor, Motown, Atlantic, Atco, Warner Bros, Reprise, Decca, Epic, Mercury, MGM, ABC,–HUNDREDS OF LABELS, NO EXCEPTIONS.

Choose from The Beatles, Aretha Franklin, Mamas and Papas, Sonny and Cher, Andy Williams, Petula Clark, Nancy Sinatra, Bill Cosby, Dionne Warwick–EVERY STAR, ANY STAR. Just name your favorites! Choose from Rock 'n Roll, Soul, Rhythm 'n Blues, Country and Western, Top Pops–EVERY KIND OF SOUND YOU LUV.

Monthly bulletins mailed to you showing nearly 500 records—ALL THE HITS played most by disc jockeys, on the juke boxes. Join today and get 30-record set (an original $26.70 value) for only $1.00 with membership. Your membership dues is just $1.00. Money-back if not happy you joined. Mail $2.00 with coupon to: Young America Record Club.
Dept. 107119, 120 E. 56th St.
New York, New York 10022

30-RECORD SET

$1 With Membership

Oldies and Goodies

(45-RPM'S)

An Original $26.70 Value

60-SONGS... 60-SIDES...
FIRST COME, FIRST SERVED!

THE ONLY RECORD CLUB WITH ALL YOUR FAVORITE STARS!

Young Rascals	Aretha Franklin
Turtles	Temptations
Jefferson Airplane	Bill Cosby
Music Explosion	The Monkees
The Association	The Yardbirds
Happenings	Rolling Stones
Every Mother's Son	Herman's Hermits
Simon and Garfunkel	Four Tops
The Animals	Paul Revere
Herb Alpert	The Bee Gees
Blues Magoos	Dionne Warwick
The Beach Boys	Lovin' Spoonful
The Beatles	Petula Clark
Johnny Mathis	Harpers Bizarre
Ventures	Supremes
Peter, Paul and Mary	Stevie Wonder
Righteous Brothers	Elvis Presley
The Yellow Balloon	Sonny and Cher
Five Americans	Frank Sinatra
Moby Grape	Nancy Sinatra
The Love Generation	Mamas and Papas
Lettermen	Dean Martin
Tony Bennett	Bob Dylan
Engelbert Humperdinck	Nancy Wilson
Dave Clark Five	MANY MORE

YOUNG AMERICA RECORD CLUB

Dept. 107119, 120 E. 56th St. New York, New York 10022

Send my 30-record set for only $1.00. Enroll me in Young America Record Club. My $1.00 membership dues is also enclosed – that's $2.00 altogether. ☐ Check ☐ Money Order ☐ Cash. Monthly bulletins of hundreds of records will be mailed to me. There is no obligation to buy even one record, unless I wish.

Print Name_____

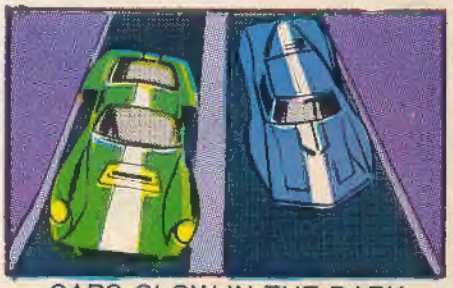
Print Address_____

City_____ State_____ Zip_____

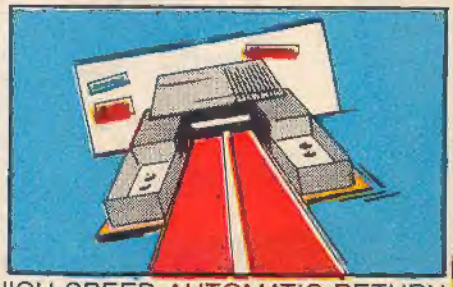
MONEY-BACK IF NOT HAPPY YOU JOINED CLUB

flashback

THE HIGH SPEED NON-STOP RACING SET WITH CARS THAT GLOW IN THE DARK!



CARS GLOW IN THE DARK.



HIGH-SPEED AUTOMATIC RETURN.

RAM-POWER CONTROL.

Flashback Track can be used with HOT WHEELS, SPEEDLINE and other fast cars.

© 1969 AURORA PLASTICS CORP.,

44 CHERRY VALLEY ROAD, WEST HEMPSTEAD, NEW YORK 11552.

The World's Largest Manufacturer of Hobby Products

Aurora products are manufactured entirely in the U.S. for distribution in America; in Canada for the Commonwealth nations; and in Holland for Europe and Africa.

AURORA